



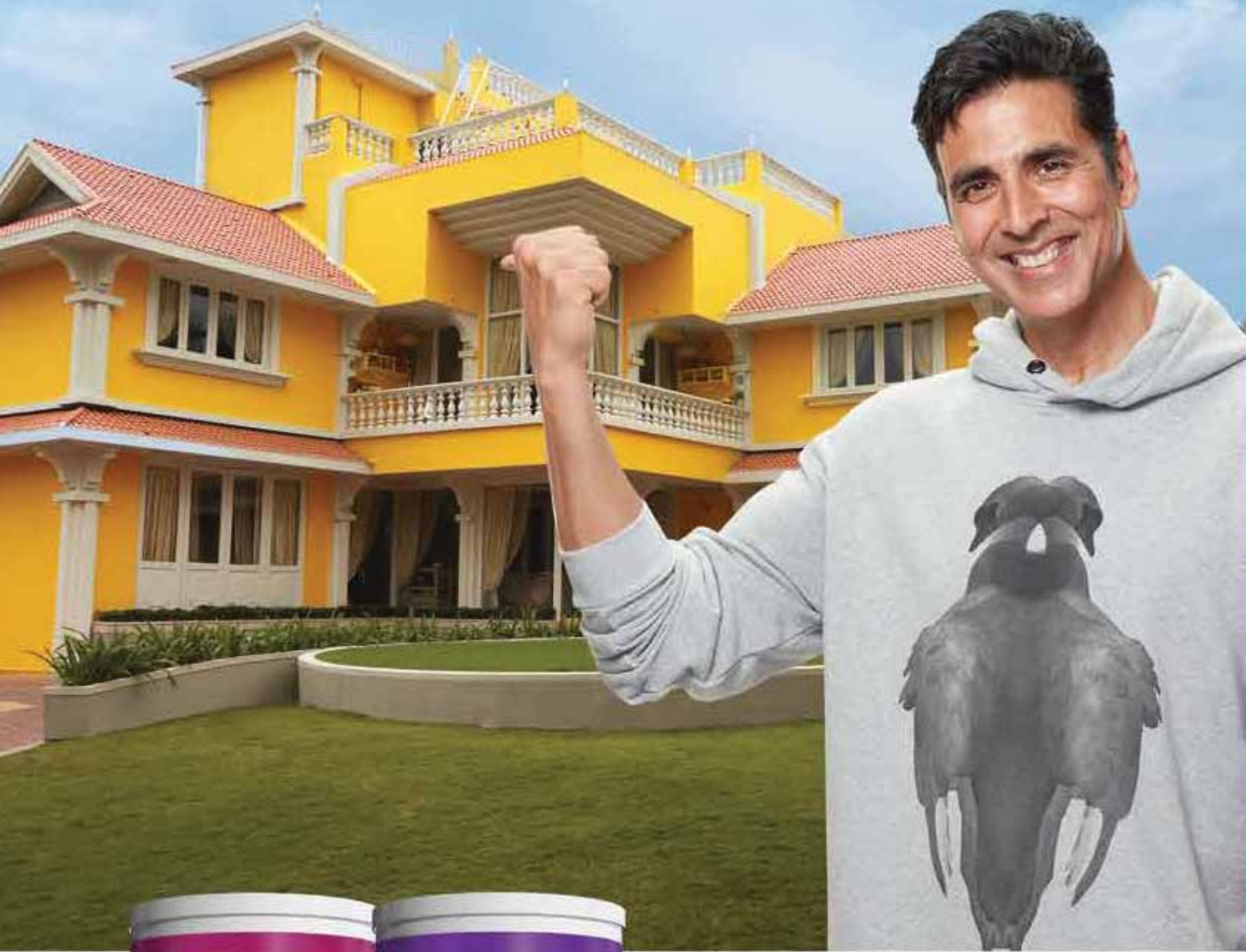
Catapulting Growth  
Conquering Challenges

BERGER PAINTS INDIA LIMITED

ANNUAL REPORT  
2020 - 2021



# De Dhool Baarish Aur Fungus Se Total Protection



**7**  
YEAR WARRANTY

**10**  
YEAR WARRANTY

Presenting WeatherCoat Longlife, a range of high durable exterior paint that comes with PU & Silicon technology. Its unique formulation has been engineered to suit India's harsh climatic conditions - extreme rain, heat and dust. Silicon provides excellent protection against heavy rain and algae fungal growth. PU in Longlife 10 gives robust film strength and unmatched sheen to the paint film. The range of high performance paint provides non-stop protection against all of nature's extremes and makes your house the pride of the neighbourhood for years to come.



**“  
In the midst of every crisis,  
lies great opportunity.**

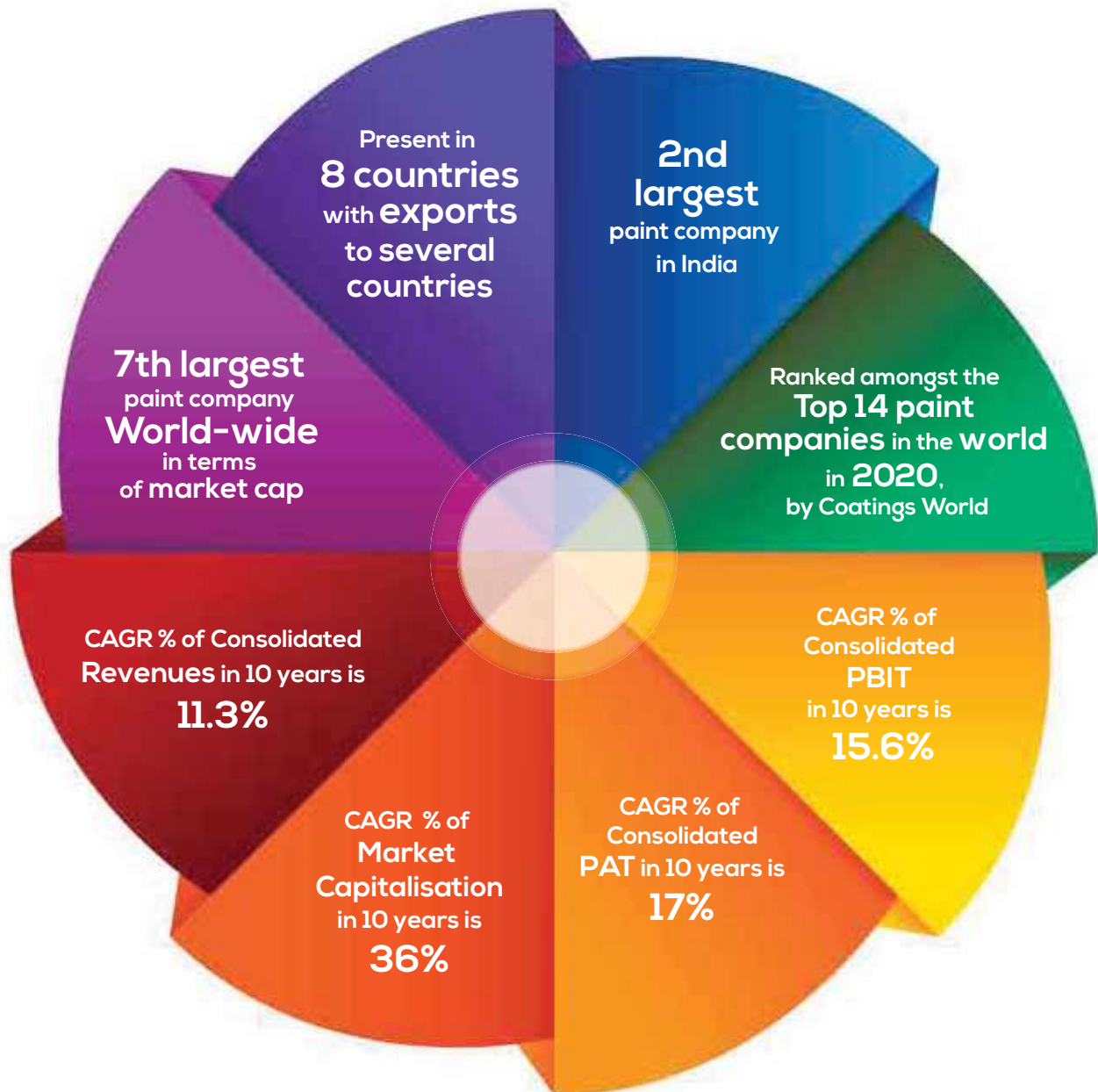
**– Albert Einstein**  
”

Every crisis presents a choice. And this is particularly true today. While the COVID-19 pandemic is far more pervasive than any other crisis we have experienced in our lifetime, it has prompted companies and organizations the world over to focus about the fundamentals of their business and what they must do to survive and thrive, going forward. Although the COVID-19 pandemic has wreaked havoc, underlying that pain is the hope of a world emerging stronger. It is uncertain what the future will bring, but the pandemic has forced businesses to reflect and rethink traditional ways of doing business. As economies the world over move from the “respond” to the “recover” phase of the post-pandemic crisis, businesses have entered a new period of innovation. The pandemic has laid bare the vulnerabilities of many organizations, and accelerated trends that could lead to significant improvements in productivity, performance and resilience, which will enable organizations to thrive in the “next normal.”

Keeping true to this mantra, at Berger, we understood the need for converting the challenges of the pandemic into opportunities. With a strong focus on how to navigate out of the situation, we ensured every action was aligned to the future goals of the organization. Right from reinventing our supply chains and firming up process innovations to making inroads in new product categories, every act has been the outcome of a strong foresight along with meticulous planning, that helped us steer out of the crisis and scale newer heights. As an organization, innovation is at the heart of everything that we do. And along with that, we understand the importance of scientific and technological breakthroughs that shall enable us to come up with unique offerings and accommodate the evolving demands from our customers in a post-pandemic world.

**While the world is going to look different in the 'next normal', we understand the need to evolve our core products and service offerings, as we redesign our business models and adapt to new internal and external processes to match those new changes, in order to provide our customers with sustainable solutions and build enduring value for our stakeholders.**

# CONQUERING PEAKS



# IMPACT OF A POST-COVID WORLD

The COVID-19 pandemic has been termed as the most serious challenge that has faced humanity in living memory. It changed how we live and work in ways that will alter our behaviour long after the pandemic subsides. Companies moved rapidly to deploy digital and automation technologies, dramatically accelerating trends that were unfolding at a much slower pace before the crisis. Work went remote, shopping, entertainment, and even medicine went online, and businesses everywhere scrambled to deploy digital systems to accommodate the shifts.

These changes in consumer behaviour and business models promise big benefits in terms of higher productivity, efficiency and innovation. The actions we collectively take today, from investing in human capital to enabling a surge of entrepreneurship, to diffusing technology to companies of all sizes, could create a virtuous cycle of job growth, rising consumption and productivity growth.

**At Berger Paints, we were quick to implement several welfare measures for the frontline workers/painters and shifting training modules online for training them under iTrain**

## SKILLING & TRAINING

Berger's team of trainers utilised 43 iTrain training academies to conduct nearly 120,000 training sessions to more than 75,000 painters. Apart from skill upgradation, special training on safe work practices, health and hygiene was imparted to more than 40,000 painters.

## DIRECT BENEFIT TRANSFER

To ensure that painters and their families did not suffer during the prolonged national lockdown, Berger Paints arranged for cash transfers to the bank accounts of 40,000+ painters even as everything was shut. This ensured that the loss of livelihood did not hurt them and their families.

## COVID PROTECTION

In a Covid-affected world, painters are exposed to risk every day in the course of providing services to consumers. To protect them and mitigate the effects of any adverse exposure, some 30,000+ painters were extended the benefit of a Rs. 50,000 Covid protection that covered all expenses incurred in their treatment and securing them financially.

## SAFETY KITS

Berger Paints created a ready-to-use kit to protect painters as well as their customers by creating a hygienic work environment with the use of masks, gloves, foot covers, hand sanitizers, surface and floor disinfectants, personal hygiene products and apparel. These were mandated for use at all sites executed by Berger Express Painting, its Safe Painting Service.

## DEATH & DISABILITY INSURANCE

To partially alleviate the suffering that painters' families undergo when their primary provider suffers a permanent injury or untimely death, Berger Paints provided death and permanent disability insurance of up to Rs. 2 lakhs to more than 40,000 painters.

## VACCINATION DRIVE

The Company had organised a vaccination camp for the employees and their families at Head Office.

# DECORATIVE PAINTS & COATINGS

## WEATHERCOAT LONGLIFE 10

India's most innovative exterior paint has been designed using PU and Silicon Technology. Weathercoat Longlife 10 is a highly durable luxury exterior emulsion designed for long lasting protection of house exteriors against heavy rainfall. Its PU enhanced formulation provides unmatched sheen and excellent film strength. The paint also comes with a 10 year performance warranty\*.



## WEATHERCOAT LONGLIFE 7

WeatherCoat Longlife 7 is a luxury exterior emulsion engineered with Silicon technology for a long lasting all round protection of the house exteriors. The paint comes with a 7 year performance warranty\* and has excellent water repellence property. Its polymer composition also provides superior dust resistance capability to the paint film.



## WEATHERCOAT ANTI DUSTT

WeatherCoat Anti Dustt, one of the most innovative offerings from the house of Berger Paints is an ideal product for today's India. Its unique Dust Guard technology doesn't allow dust to settle on your exterior walls and keeps your house looking new and shining for years.



## WEATHERCOAT CHAMP

Launched to cater to the requirement of a durable, value-for-money paint, it is reinforced with 'RECRON' micro-fibres which gives superior strength to the paint film, thereby providing a soft sheen finish to the walls. The paint also comes with 5 year performance warranty\*.





## SILK BREATHEEASY

The latest addition to our luxury interior emulsion under the Silk Brand. It has been formulated with 100% acrylic emulsions and vibrant pigments that give a rich finish to our walls. Silk BreatheEasy apart from being very high on aesthetics also takes care of you, as it is Low VOC and reduced formaldehyde, NOx and SOx gases. It is also anti-fungal in nature, kills bacteria, reduces surface transmission of Covid Virus as well. The product has been certified as environmentally preferred.



## SILK HI-GLOW

Silk Hi Glow Luxury Emulsion has been designed to offer a tactile experience similar to that of a silken fabric. The paint feels soft to touch, has high sheen, aesthetic and premium looks. To customers, Silk is a symbol of refined taste, lifestyle and class. It comes with a luxurious high sheen finish and scratch resistant properties.



## EASY CLEAN FRESH

It gives a rich luxurious finish backed up by Cross-Linking Polymers which ensure that even stubborn stains can be cleaned easily from the wall, keeping your home spot-less and beautiful. In addition to its best-in-class washability, it abates unpleasant smell/odour from within the house and also imparts a fresh fragrance to the interior environment.



## EASY CLEAN

Easy Clean Luxury Emulsion has been formulated with special grades of cross-linking polymers and fine pigments, to provide a rich luxury sheen finish, anti-fungal, anti-fading and high washability making it easy to maintain. All this at an affordable price.



## WEATHERCOAT FLOOR PROTECTOR

Now make your floor tiles aesthetically appealing with WeatherCoat Floor Protector. The paint is specially formulated for use on cement or concrete based floor tiles - interlocking tiles on driveways, walkways, pavements, etc. The product maintains excellent adhesion with the substrate and provides high abrasion resistance.



## WEATHERCOAT TILE PROTEKTOR

WeatherCoat Tile Protektor is a specially formulated 100% acrylic high performance roof tile paint. It is enriched with PU which provides high sheen finish and superior strength to the paint film protecting roof tiles from dampness, algae and fungus. It has high gloss that makes roof tiles look their best and comes with high water resistant and high adhesion properties. It is available in a wide range of shades which can be tinted.



## LUXOL 7 IN 1

A quick drying anti-corrosive PU enamel for interior and exterior surfaces - it is formulated with specially modified hybrid PU alkyd resins to deliver an excellent & durable finish with superior gloss and extended gloss retention. It is easy to apply and suitable for metal, wood and masonry surfaces.



## LUXOL XTRA

A super gloss enamel that offers a superior mirror-like gloss for both exterior and interior surfaces mainly on mild steel, wooden and suitably prepared masonry surfaces. The only alkyd enamel providing a complete & cost effective tinting solution even for dark shades.



## WALMASTA LITE

Walmasta Lite (the topcoat) used together with BP Exterior Primer (the basecoat) - it is a superior painting system which provides unparalleled beauty to exterior walls with superior matte finish.





## POLYESTER

It is a 3-component solvent-based wood coating, which is applied to achieve a high-build, mirror-like gloss with a high-reflecting finish for best-in-class image clarity. On completion it offers the look of a glass slab implanted on a flat wood surface, with the wood patterns within distinctly visible, and gives a mirror-like gloss, high-reflecting, ultra-transparent (or opaque on demand) finish with high distinctness in image clarity.



## AMAZE

Imperia Amaze multi-surface luxury PU comes with unique properties that helps it to adhere to almost all the known metal substrates, glass, solid wood, veneer, MDF, plyboard and other wooden substrates. It is meant for both interior and exterior surfaces. Both pigmented and clear finishes are available in matte and gloss. The product has antimicrobial properties that help to kill 99% germs and prevent algal/fungal growth.



## IMPERIA

Made with Italian technology, it's an all-in-one PU system meant for interiors and exteriors. Suitable for wooden furniture, doors, window frames, wooden handicraft items & toys. It seals the wood from external moisture and microbial attacks, and the clear sealer is tintable through the CB tinting system to offer Imperia Colorzone shades. It is available in clear sealer, matte, semi-gloss, gloss & high gloss, and white sealer, white matte and gloss variants.



## RAINBOW

It is a 2-pack interior product that has introduced 'Compatibilizer Technology' with crystal clear hues. It can be tinted through the Imperia Gold Machine to offer the entire range of interior Imperia Gold Shades. The components are clear & white matte, and gloss topcoats, which are all tintable. It offers an excellent & economical matte & high gloss finish, in both clears and whites.



## MELAMINE 24 CARAT

It is a 2 component Premium interior Wood Coating product that comes in 3 variants - Sealer for filling, and 2 topcoats - Matte & Gloss. It is one of the most widely used 2 Component Wood Coating Product in the country. It has excellent colour and clarity, low smell and exhibits best-in-class gloss level with wonderful gloss retention property.



# DRIVING INNOVATION IN PAINTS THROUGH TECHNOLOGICAL ADVANCEMENT

Success in the paint and coatings industry relies heavily on innovation and the continual advancement of science and technology into new frontiers. As such, strategies for the adoption of new technologies directly impact all aspects of the paint and coatings value chain. With a rapid population growth and urbanization coupled with a post-COVID scenario, there is an increased focus on the health and hygiene aspects of paints other than its aesthetics. This is where antimicrobial paints come in. It is a finishing pigment infused with additives to make the applied surface resistant to microbes: harmful pathogens like bacteria, viruses, fungi, mildew, mold and more. It goes beyond our current crisis climate amidst the COVID-19 pandemic. Antimicrobial paint has been a historical staple in hospitals, outpatient facilities, and more. The coating provides a long-lasting layer of protection, ensuring microbes have a hard time surviving on the applied surface, as well as minimizing staining and degradation, while mitigating bad odours.

With a growing consumer demand of paints that can combat air and other pollution that residents experience indoors, thus improving the quality of life through self-cleaning, antimicrobial, and even low emission capabilities of a paint. At Berger Paints, we always strive to stay ahead of the curve by offering solutions that help in addressing problems of the Indian households.



The objective of launching Silk BreatheEasy was to give consumers a luxury interior emulsion which is high on aesthetics as well as packed with many functional benefits. It is a luxury interior emulsion which reduces indoor pollution by reducing harmful indoor gases like Sulfur oxides, Nitrous oxides and formaldehyde, protecting wall surfaces from bacteria and viruses, including COVID-19 virus, low on VOC and has very high aesthetics.

# BERGER EXPRESS PAINTING

In a COVID-affected world, in order to assure customers of a safe, hygienic and hassle-free painting service, Berger Express Painting™, the country's premier painting service, adopted various health protocols and safety guidelines to protect its consumers and painters from the pandemic. Berger Paints created a completely safe and hassle-free painting experience for consumers through its Safe Express Painting service. A variety of solutions were devised to meet consumer expectations in the pandemic affected world.



When it comes to safe painting, nothing is safer than Berger Express Painting™

## 8 Reasons Why Berger Express Painting is Super Safe



Paperless transactions



Home delivery of paint



Aarogya Setu app verification



Daily temperature monitoring



Protective Gear (Masks, Gloves, Sanitizer, Hand wash, Caps, T-shirt)



Complete covering of furniture



Daily disinfection of surfaces



Post-painting clean up and disinfection of the house



Call us at 1800 103 6030 or SMS XP to 56767



## The improvements included :



A consumer mobile application



Mandatory use of protective gear by all workmen at the site



Use of Arogya Setu app and daily temperature monitoring



Surface and floor disinfection every day as a part of post painting cleanup



Use of XP Health and safety kits at all sites



Contactless Material Delivery



Paperless transactions

XP safe painter training and certifications were carried out at all service locations to ensure proper service delivery



## EXPRESS PAINTING TOOLS



# CSR – iTRAIN ACTIVITIES





# HOME SHIELD – PRODUCT AND SERVICE INNOVATION

## Service Innovation

Scientific waterproofing with Home Shield Moisture meter – HS Moisture Meter is a modern-day instrument that measures the moisture content on a wall surface scientifically. Based on the moisture meter reading, a prescription-based solution is then offered to the customer, as per the actual requirements, without any random guess. Currently, there are 10,000 trained applicators across the country to provide the scientific waterproofing service.



## Product Innovation



### Wall Shield 2k :

A white cement based waterproofing undercoat with high waterproofing ability and crystalline effect for interior and exterior walls.

### Dampstop :

A single pack high-performance polymer modified cement-based product which forms a strong flexible waterproof coating over the substrate. Suitable for use in concrete structures, bathroom, kitchen, exterior walls of water tanks, exterior walls and interior walls.



### Waterproof Putty :

A white cement based premium quality putty with some special unique properties. Can be used externally or internally on concrete/mortar substrates to provide smooth aesthetic finish & extended life of topcoat paints.

### Seal-O-Prime :

Having triple booster formulation that fights against dampness, efflorescence and alkalinity, and at the same time acts as a superior undercoat for direct topcoat application. It can be used as simple undercoat on cement, concrete, plaster or tiles surface both in interior and exterior.



### Dampshield Elasto :

A fibre reinforced liquid applied waterproofing membrane which is impregnated with synthetic fibre. It is blended with PU modified binders and special PP fibres which takes care of minor cracks, dampness, and acts as a barrier coat exterior painting system.

A water-based product that comprises special quality acrylic polymer along with reinforcing fibres, which after curing, forms a white coloured, durable, seamless membrane-like waterproof coating over the applied surface.



### Roofguard :



### PU RoofKoat :

An eco-friendly liquid waterproofing compound that forms a highly elastic and UV resistant membrane on cementitious surfaces. It is used exclusively for waterproofing of roofs and exterior walls.

## New introduction

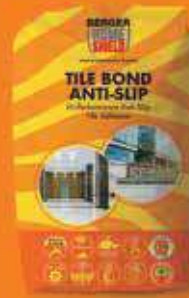


### Admixture :

It is the fastest growing construction material and is an essential component for any construction activity. It allows us to control the entire rheology of concrete and our Admixture brands like RHEOCRETE, RHEOPLAST & RHEOCEM provide the total end-to-end solution for any concreting job.

### Tile Bond Hi-Flex :

A high performance anti-slip, highly flexible cementitious tile adhesive with extended open time for fixing large format tiles and stones, Vitrified Tiles, Glass Mosaic and Natural Stone and porcelain tiles.



### Tile Bond Anti-Slip :

A high performance anti-slip cementitious tile adhesive with extended open time for Vitrified, Ceramic, Natural Stone, Marble and Glass Mosaic.

### Power Plasticizer :

A highly effective specially formulated water reducing polymer modified multifunction superplasticizer for concrete with controlled extension of workability and setting time. Berger introduced HS Power Plasticizer PCE, a modern high-end PCE technology admixture in the retail market for the first time in India.



## PROLINKS

Prolinks division, catering to the B2B and architectural segment has been a continuous contributor to the success of the company. Protection and aesthetic needs of national assets like many landmark and heritage buildings, flyovers, metro stations, airports as well as large residential complexes and industries in all parts of the country are addressed by a specialised business team which has made Berger Paints one of the most sought after choices in that segment. This specialised service has now expanded from coating to waterproofing requirement of the customer and elevated us as more comprehensive solutions provider.



# INDUSTRIAL APPLICATIONS

With a growing emphasis on paint application in the industrial segment, Berger Paints has introduced a range of innovative products and has grown to have a sizeable presence across industries, catering to the various requirements.

## Business Growth and Sustainability

### POWDER COATING

Launched and promoted Anti-Microbial Powder Coatings in Hospital Furniture Segment, in solid as well as metallic colours.



Polyester Range of durable powders for Agricultural Equipment and Road Construction Equipment Industries with high chemical & mechanical resistance.



Introduced new range of wrinkle finish powder for sports equipment.



## Focus on Architectural Segment

Polyurethane based Wood Grain Finish coatings for Metal Door segment as well as architectural segment.



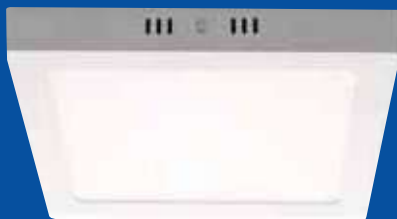
Launched DURABERG, a new brand, mainly for architectural segment which is one of the fastest growing segments in India.



## New Technology and Innovation

Introducing new technologies like Powder Coatings on Engineering Plastic as well as Powder coatings with very high abrasion resistance, mainly for the Automotive industry.

Powder Coating with High Lumens Value for Lighting Industry.

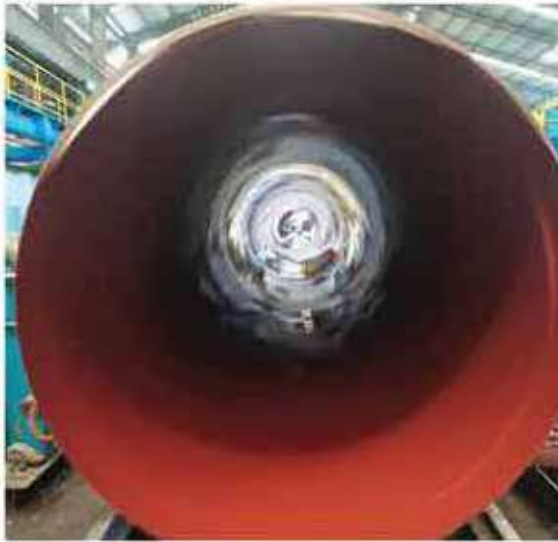




# PROTECTON

Innovative measures and efforts to drive business growth: Protecton has diversified to newer segments like internationally certified potable water coatings. One of the latest launches and a first-of-its kind in India, is the launch of water based asphaltic paint for pipe coating which has been applied on water pipe fittings supplied to US based STAR PIPES.

Digitization moves keeping social distancing in mind while ensuring that our business moves are uninterrupted: Protecton was the forerunner in industrial business lines even in comparison to competition to have started webinar and zoom meetings during COVID lockdown period. The number of interactions has covered all states and included consultants, contractors, dealers and corporate clients. This has kept the business cycle active and the connect with customers live all-through. With such initiatives, we were immediately able to achieve 100% of our target. Application of in-house software and daily use of video conferencing mode saved on travel and ensured safety of employees. These initiatives lead to contemplate 3 Cs: Collaboration, Communication and Commitment among business team and inter-functional teams.



Pipe Coating



Star Pipes Fittings

## **Innovative measures and efforts to drive business growth :**

Product additions were carefully planned and introduction of polyurethane concrete and temporary moisture barrier coating in the floor coating range gained immediate momentum on launch and has carved a way for strengthening our basket in floor coating market.

## **COVID protocols and best practices while dealing with clients and customers :**

Masks and caps were branded with Protecton Logo and distributed. Bergerthane Antimicrobial Finish was promoted with its special feature of cleanability with solvents that are used as disinfectants to sterilize the surfaces; for use over properly primed surface of make-shift partition sheets for isolation wards, railway coach interiors, hospital and industrial installations where microbiologically induced corrosion resistance is the primary service condition.





Coating application on Nagpur Metro



Coating application on Korapuzha Bridge, Calicut, Kerala

**Adaptability to the changing business scenario and shift from the regular business protocols:**

The business saw new dimensions, and with the international UL certification, it was able to do remote certification audit of the factory and manufacturing process during this period, a protocol which has never been done earlier. We have completed our STP plant audit for a product to meet UL compliant export standards.

**Reaching out to customers with differentiated products and processes along with safety protocols and home hygiene initiatives:**

Industrial Painter training and certification, a flag ship drive of Protecton in MOU with JUSCO, of Tata Steel Jamshedpur, was the first-of-its-kind to have continued training of painters from classroom mode to online mode and extended apprenticeship on actual job with full training on COVID PPE and safety, and ultimately did an online exam, viva, qualification and the successful placements in permanent job with leading Tata Steel contractors.

**Epoxy Floorings**



High Voltage Insulation Floor Coating

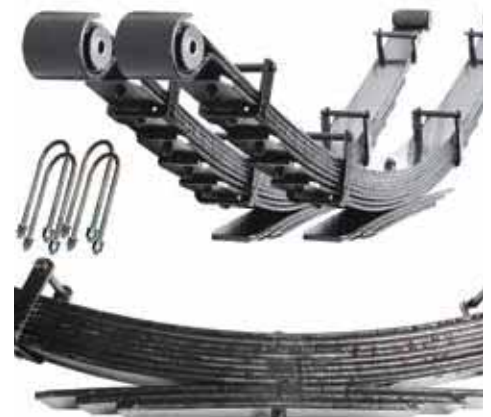


Polyurethane Concrete



## GENERAL INDUSTRIAL/AUTOMOTIVE

Berger has a strong presence both in the General Industrial and Automotive segments. From construction and agricultural equipment, fan and electrical industry, bus body refinishing, furniture & office equipment industry, cycle industry, barrel and container industry and cylinder industry to passenger cars, commercial vehicles and two wheelers in the automotive segment. Other than that, Berger continued to engage with major OEM customers and made inroads in the helmet, measuring tape, toto/e-rickshaw segments.





# RESEARCH & DEVELOPMENT

Research and Development is the key driver and at the heart of running a business effectively. In order to bring products that are of value to our customers, we lay utmost emphasis on analyzing the need gap in a category and understanding the extra value it can add by delivering it in the most cost-competitive manner and in a technically superior way. At Berger Paints, it is this thrust that has helped us in our endeavour to keep up with new product innovations and launches.

## Innovation

Faster and safer painting with enhanced durability is the need of the hour in view of the ongoing pandemic. Innovation is the key to our product development philosophy. Keeping abreast of latest cutting-edge technology helps us to deliver the products as per market needs. Such technologically advanced products with ease of application and extended service life help to create new market as well as get more market share to accelerate growth.



### Anti-microbial Paint

Health and hygiene is one of the most important aspect in today's context. By keeping our home healthy and hygienic, we can take care of microbial issues. Painted walls also contribute to overall hygienic home. Our newly developed Silk BreatheEasy for indoor walls is certified as antimicrobial paint. The product has been tested in NABL-accredited laboratories in India and has shown the required efficacy.

### Dust resistant paint for exteriors

India is a developing nation and there are lot of projects under development all around. This creates lot of dust in the environment which accumulates on exterior walls making them look dull and old. We have offered our consumers a new technology exterior paint, WeatherCoat Anti-Dustt, which has the power of repelling dust. The building remains cleaner and newer for longer, requiring lesser painting frequency.



## Painting system with extended service life for infrastructure projects

Large bridges, power plants, trains etc. are difficult to paint frequently and require painting system that last for longer time. We have developed two highly durable technologies which can provide 30 years of service life under normal exposure.

## Water-based Wood Coating

Conventional wood finish products are solvent-based and release strong smelling solvents making them difficult to handle by regular customers. We have developed a range of wood finishes based on water-based emulsions for furniture and other articles that are easy-to-use and have low odour.

## Technical collaboration

We have collaborated with IIT Guwahati to develop an alcohol-free surface sanitizer BreatheEasy+ Safe24. It forms a protective Nano-Silver coating on the surface to protect against bacteria and viruses for 24 hours.

## NEW PRODUCTS AND PROCESS CHANGES

### Decoratives

#### WeatherCoat Longlife 7 :

The latest addition to Longlife Franchisee was launched in 2021 and has been well accepted in the market.



#### WeatherCoat Glow :

A newly launched exterior emulsion with premium sheen and rich finish.

#### 7-in-1 Anti-rust PU :

A newly launched enamel with 3 years of warranty. This is a quick drying, anti-yellowing, superior gloss enamel.



#### Woodkeeper Rainbow Premium 4:1 :

A PU enamel for interiors developed and launched as 4 different tintable topcoats and 2 different sealers.

### Industrial Coatings

Two component epoxy coating for potable water pipes

Fluoropolymer based coating for bullet train & Mumbai-Worli Sea link

Silane based primer & polysilixane based topcoat for Pamban bridge

High solid polyester resin

### Hygiene products

Range of household cleaning products have been launched under BreatheEasy+ which include hand sanitizers, disinfectant floor cleaners, toilet cleaners, etc.



### DIY Range

Berger has launched an innovative and comprehensive range of DIY (Do-It-Yourself) products under the brand iPaint. The range offers a variety of products which makes painting or basic repair jobs easy and allows you to be creative to give a whole new look to your home. The range consists of several DIY kits including Enamel Kit, Wall Painting Kit etc. Apart from this the range offers various shades of high gloss enamel spray paints, wall stickers, anti-termite spray and multipurpose seal tape for the cracks and repairs. The range is available on various e-commerce platforms including shop.bergerpaints.com, Amazon and Flipkart.

# BREATHEEASY RANGE OF SANITIZATION PRODUCTS

Amidst a growing need for various sanitization products in a COVID hit world, Berger Paints, with its reputation of supplying quality products and having a vast distribution network wanted to support the anti-Covid drive by launching a range of sanitization and cleaning products. Thus was launched the BreatheEasy+ range of sanitization products to help safeguard our stakeholders.



**BreatheEasy+ Virus Guard Hand Sanitizer** is an 80% alcohol based sanitizer which adheres to the WHO guidelines and is proven to be highly effective on viruses and bacteria. It is a rinse-free, non-sticky liquid which gives instant hand disinfection. It is also enhanced with glycerine to prevent drying of skin.

**Benefits:**

Kills  
**99.9%**  
of germs\*,  
bacteria and  
viruses

**WHO**  
recommended  
formulation

Enhanced  
glycerine  
to prevent  
drying of  
skin

Refreshing  
citrus  
fragrance

**BreatheEasy+ Disinfectant Floor Cleaner** is a non-acidic specialised cleaning solution which kills 99.9% of germs\* from the floor. It removes toughest of the stains and ensures 10x better cleaning of the floor. Its refreshing citrus fragrance keeps your home fresh after every use.



**Benefits:**

**10x**  
better  
cleaning of  
the floor

Kills  
**99.9%**  
of germs\*,  
bacteria and  
viruses

Refreshing  
citrus  
fragrance



**BreatheEasy+ All Kleen Multi Surface Cleaner** is a specialised cleaning solution that cleans toughest of the stains like board markers and crayons from walls and variety of other surfaces like wood and glass. It removes 99.9% of germs\* from the surfaces and also has a refreshing citrus fragrance.

**Benefits:**

**Tough**  
on stains  
and can clean  
board marker  
& crayon  
stains

Can be used  
on variety of  
surfaces  
including wall,  
furniture  
& glass

Refreshing  
citrus  
fragrance



**BreatheEasy+ Safe 24** is a multi-surface protectant spray which protects the surfaces from bacteria and viruses, including Covid-19 virus, for 24 hours. Manufactured under technology license from IIT Guwahati, it is equipped with Nano Silver Technology which forms a temporary protective coating on the surfaces and keeps it safe for full day. It is a non-toxic, alcohol-free, environment-friendly product, which can be used on variety of hard and soft surfaces like door knob, car interior, sofa, furniture etc.

**Benefits:**

**24-hour**

protection from bacteria and viruses including Covid-19 virus\*

**Non-toxic,**  
alcohol-free and environment-friendly

**Made in India**  
Manufactured under technology license from IIT Guwahati

**Refreshing fragrance**

Kitchen surfaces are one of the most contaminated surfaces in the house and have maximum probability of bacteria growth. Simple cleaning is not enough for a safe and healthy kitchen! **BreatheEasy+ Disinfectant Kitchen Cleaner** kills 99.9% of germs\* from kitchen surfaces and keeps it safe and hygienic. It also cleans stubborn kitchen stains that are present on gas stove, sink, chimney etc. BreatheEasy Disinfectant Kitchen Cleaner ensures a germ-free and stain-free kitchen.



**Benefits:**

Kills **99.9%** germs\* from kitchen

Cleans **toughest** of the stain

**Refreshing** fragrance



**BreatheEasy+ Germ Blast Disinfectant Toilet Cleaner** kills 99.9% germs\* and gives 10x clean toilets. Its colour changing formula changes liquid colour to blue once the cleaning and germ killing starts. Now breathe easy with germ-free and stain-free toilets with magical colour changing formula of Germ Blast.

**Benefits:**

Kills **99.9%** germs\* from toilet

**Magical colour** changing formula

**BreatheEasy+ Bathroom Cleaner** effectively cleans soap scum, limescale, hard water and mould & mildew stains from bathroom tiles and sanitarywares and gives 10x sparkling clean surfaces. It also removes 99.9% germs\*.



**Benefits:**

**Removes** limescale, soap scum & hard water stains

**Removes 99.9%** germs\*

\* As per standard testing protocol



# MANUFACTURING

OUR VERY SURVIVAL DEPENDS ON OUR ABILITY  
TO STAY AWAKE, TO ADJUST TO NEW IDEAS, TO REMAIN VIGILANT  
AND TO FACE THE CHALLENGE OF CHANGE.

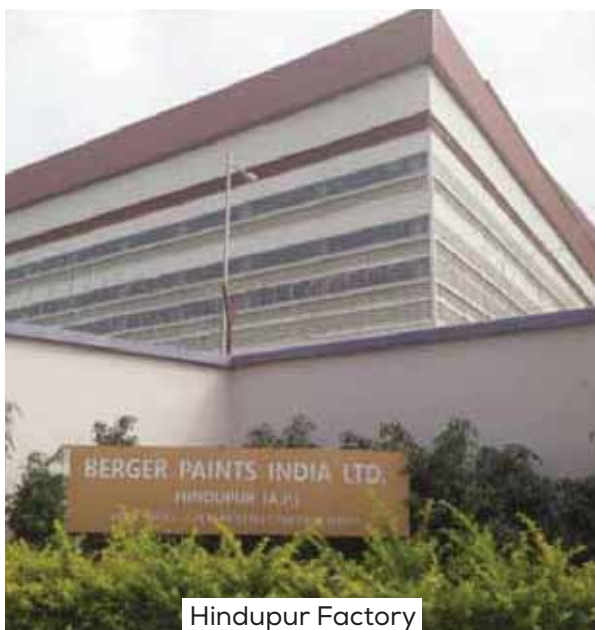
– Martin Luther King Jr.

There is no shortage of challenges in manufacturing today. At Berger Paints, we realized that the more we lean on each other, the more do we discover the best solutions. Optimization of available production resources and brownfield capacity debottlenecking helped us respond to it in the best way.

We have undoubtedly witnessed the changing technology being utilized in not only our factories but in the entire manufacturing eco-system. We introduced solar power in four plants, planning to expand to other units as well. Automation in packing and dispatch operations using state-of-the-art WMS software has given us edge in a COVID scenario, as we were able to manage productivity keeping it safe all the time.

Our manufacturing processes also focused on internal customers introducing critical SKU centralized dashboard for real-time mapping of production and supply at the corporate level.

Attracting and retaining qualified young brains and entrusting them with process improvement projects in specific measurable targets helped us being more cognizant about holding on to best manufacturing practices and be challenge ready.



# LOGISTICS

IT IS NOT ENOUGH TO SAY WE WILL TRY TO DO THE JOB.  
WE HAVE TO DO WHAT IS NEEDED TO BE DONE

– Winston Churchill

The above statement was spoken in the backdrop of World War-II. While during the 4th week of March 2020, we were not in a war, but the disruptions to everything around us and beyond was nothing less. The first challenge was huge inventory that was in transit across India when the lockdown was suddenly announced. We put up a centrally controlled core team to monitor and liaison with all depots and factories to have the in-transit materials unloaded at the earliest possible. Keeping them exposed to heat and sun would have affected the product quality and make them potentially dangerous in certain cases of raw materials. Each of the transits were tracked and local teams mobilized for this purpose, within the lockdown, keeping authorities informed. Once we opened post lockdown, sales mix shifted towards low price commodity products. Some of them are produced by toll manufacturers for us. It was identified immediately that this trend will continue for some time and we collaborated over various virtual platforms to open some new vendors quickly beside existing factories – factory QCs and management took care of quality and related vendor audits, as long distance travelling curbs persisted. We also introduced some of these products in many of our own plants to cater to the demand shift. These immediate supply chain sourcing decisions and implementation allowed us to meet the increased demand in these products in the second and third quarter of the last FY. With different geographies being called in or moving out from lockdowns at different time and managing that for a country as vast as India was a challenge in itself. We utilized the district wise data published regularly by Union Health Ministry of criticality of COVID cases to predict and plan material movements to depots, so that once the depots open, they have materials to cater to market demand immediately.

With the supply chain disrupted, right from demand mix to availability of raw materials and packaging materials, we sped up implementation of our already ongoing supply chain digitisation and automation platform project. The entire project was continued virtually by our own multi-departmental project team in Berger, the platform team and the consultant team – joining in from various cities of India, virtually. We implemented and had gone live with a major part of this project by end of 2nd quarter of the last FY and that tool was utilized extensively to identify and tackle the massive changes in demand mix and meet the new demand reality. Digital Warehouse Management Systems (WMS) installed in many of our factories and important warehouses went a long way in ensuring that all these disruptions do not affect our inventory and warehouse management.

# ENVIRONMENT, HEALTH & SAFETY

Last year when the world was hit by the COVID-19 pandemic, all activities switched off for a brief period. Many industries were shut down due to the nationwide lockdown while some companies succumbed to the sudden turmoil of events. For continued supply and timely support to our OEM customers and better product choices to our retail consumers, we started our manufacturing operations with due approvals within the Lockdown period.

**During the pandemic, we have actively implemented different initiatives to curb the spread of Covid**



Sanitization of premises being done twice in a day

Temperature & Oxygen level monitoring of all persons and ensuring usage of mask



Social distancing protocols followed at all times



COVID-19 posters displayed at prominent locations



In-house fabricated foot operated sanitizer dispenser, wash basins & motion sensor taps



In-house fabricated UV Sanitization box for sanitization of employees' personal belongings

Makeshift bed and room for isolation of suspected Covid-19 patients



With restriction on movement and limited manpower, the factories faced an urgent need to upgrade and refine its automation with implementation of HMI for shop floor activities, IoT applications for quality and productivity improvement and cloud-based software for continuous monitoring of plant operations.

### Major steps taken in manufacturing operations:

- Successful commissioning of state-of-the-art Auto-GI paint manufacturing set-up at Jejuri with HMI automation during lockdown to service the North, West & Southern parts of India.
- Implementation of MES (Manufacturing Execution System) and integration with fully automatic filling lines for increased productivity.
- To reduce dependency on different packaging material suppliers during COVID-19 crisis, white plastic pails were procured and in-house printing was done for numerous SKUs.



Berger Paints has also been developing its vendor and transporters over a long period of time with year-round initiatives and trustworthy relations. This really helped us a lot to restore the supply chain along with the following best practices implemented by our team during lockdown:

- Vendor/transporter rating weightage substantially increased for critical service
- Continuous assistance to on-road truck drivers
- Special safety care for hazardous raw materials and monomers during lockdown
- Safe and sanitized resting place for drivers/attendants with refreshments
- Arrangement of food & accommodation for employees/security personnel staying in plants and depots during nation-wide lockdown
- Special schemes, free sanitization facility and credit to trusted dealers
- Identification of rural markets to service demand & restore cash flow



Sanitization of truck loading area and materials



ASRS for faster and man independent storage and retrieval

# GROWING PRESENCE THROUGH SUBSIDIARIES

In order to spread its presence across other sectors and segments, Berger Paints had acquired companies who are leaders in their fields as below :



## SBL Specialty Coatings Private Limited (formerly Saboo Coatings Private Limited)

Primarily manufacturing specialty industrial coatings formulated by leveraging Swiss technology, it is one of the fastest growing company in the domain of specialty coatings. With credible experience in coatings technology, the company offers a robust range of products like primers, putty, base coats and topcoats in various visual effects like pearl, metallic, opaque and clears in custom-made finishes.



Zinc flake anticorrosive coating for fasteners



Electrophoretic coatings



Cycles

## STP Limited

STP Limited, a well-known brand in its space, is into the business of manufacturing and supplying construction chemicals, flooring compounds, bitumen and coal tar-based products, sealants and adhesives, protective and anti-corrosive coatings.



Atal Tunnel, Rohtang, H.P. with ShaliSeal PS PG



Airstrip Coating with ShaliFloor SL AS 3PU



## Berger Hesse Wood Coatings Private Limited

We entered into the agreement with Hesse Shares GmbH, Germany. The main area of business are coatings and lacquers for wood, glass and metal for interior design and furniture industry.

## Berger Rock Paints Private Limited

Engaged in the business of automotive refinish painting, Berger Rock provides a variety of colour shades and products at the right price for use in automobiles.





# HR INITIATIVES

## Towards a Future Ready Workforce

Berger Paints believes that its people are its greatest asset. The Company has a rich legacy of nurturing talent and creating business leaders from within its ranks and takes pride in the fact that several of the senior leadership positions today are occupied by those who have built their entire career with Berger. In fact, the promise of limitless opportunities to grow and build a rewarding career has been one of the key pillars of our employee value proposition. Another central aspect of our culture has been the sense of "One Berger Family" that binds all its employees together. This came to the fore most visibly in the wake of the Covid-19 pandemic, when teams from across the length and breadth of our operations got together in mission mode and tapped every possible resource in order to ensure that help was available to those in need of it, be it employees, their families or business partners. Even as the pandemic subsided in severity, it was this same spirit of resilience demonstrated by our employees that has helped us overcome its impact on our business.

As we look towards the future, we are confident that through strategic investments aimed at enhancing the quality of our people management systems and processes, our Human Resources will be able to help us realize our vision of being the most admired Indian paints and coatings solutions company with globally recognized competencies.

### Talent management & Succession Planning

Recognizing that investment in Human Resources is key to propelling and sustaining the Company's growth, a major initiative in the area of talent management is under way. The management is committed to instituting a robust succession plan at every level and towards this end a comprehensive leadership development initiative is in progress to identify, groom and retain high potentials across businesses. Through a series of targeted development inputs, coaching opportunities and cross-functional exposure, the participants of this intensive, six-month long programme are expected to emerge as more competent leaders, ready to take on critical assignments across businesses as and when they open up.

### HR Transformation

The HR transformation project initiated in early 2020-21 is close to being rolled out and is expected to not only enhance employee experience by leveraging the power of digital and data, but also improve productivity by cutting down substantially on non-value-added HR transactions. Various employee related systems like talent acquisition, onboarding, performance management, learning and rewards will be brought under one umbrella to offer a seamless experience to employees including the convenience of accessing these activities digitally and on the go. This will also empower managers in the organization to make better, more informed decisions with respect to talent and performance.

### Employee Safety & Care

As normalcy returns to our operations in the aftermath of the second wave of the Covid-19 pandemic, employee safety remains a top priority for us with measures being undertaken at all our offices and factories to ensure that employees return to a safe workplace. In view of the tragic loss of lives of some of our employees to the Covid-19 disease, we have announced that a financial assistance equivalent to a year's salary will be paid to their families and the cost of education of their children borne by the Company, in addition to employment opportunities being provided to the next of kin wherever appropriate and feasible.



# MEDIA SHOWREEL

## BERGER HOME SHIELD AB NO GYAAN. ONLY VIGYAAN.



Berger Paints has always been a frontrunner in innovation. The new campaign for Berger HomeShield advocates the usage of modern technology to encounter problems related to waterproofing. Given that in most parts of India it rains a quarter part of the year, dampness or leakages are frequent problems in most households. Berger HomeShield along with the Berger Concrete Moisture Meter promises to tackle the issue scientifically. The campaign film hinges on the idea that little knowhow, fake gyaan or predictions don't work. A thorough diagnosis of the problem ensures the right cure, be it for you or your walls. The film featuring Akshay Kumar was well received among the trade and consumers alike for its well-crafted humour.



## BERGER EXPRESS PAINTING KHUSHIYON KI DASTAK

Berger Paints made another inroad into consumers' hearts with a campaign that welcomed the festive season in all its splendor. But safety was the key to keeping such spirits alive. As India, slowly but surely unlocked in a post-COVID world, Berger emphasized ushering in the festivity keeping safety as a priority. The new campaign brought to life the concept of safety bhari khushiyaan. The film from the campaign showed how a family trapped in their homes for the last few months under lockdown, are bored and feeling completely dejected. The woman of the house has this great idea of calling for Berger Express Painting which ensures painting with automatic machines ensuring complete safety like contactless delivery of paints and complete sanitization of the house post painting. Just as the house dresses up in new colours, the family too rekindles their festive spirit as they start celebrating. Berger Express Painting is a service that ensures complete safety and protection while getting one's house painted.

# A MEMORABLE AFFAIR

Berger Paints conceptualized and conducted Memorable Walls, an innovative design contest among Art & Design Institutes of West Bengal.



Following the basic ethos of the Company - Paint Your Imagination, Berger Paints have been promoting feature walls and designs, which were a great success. During the ongoing pandemic, people have been investing considerable time and energy in home décor & DIY activities to a large extent. In order to channelize their creative talent, Berger Paints came up with the concept of developing and promoting new ideas & designs as an annual activity, resulting in the conception of the "Memorable Walls" Design Contest.

Over 300 students from more than 40 Art & Design Institutes participated in the contest. The designs submitted by the participants were judged by a 6-member panelist comprising renowned people from the field of academics, architecture, interior design and wall art. The winners were awarded with cash prizes. They have also been given a chance to work as interns in a reputed interior design firm. All the designs have been showcased in the virtual gallery of Berger Paints.



Thank you for making Berger Memorable Walls truly memorable.

Over 300 participants  
Participation of over 40 Art & Design Institutes  
3 WINNERS

Congratulations to the winners of the 1st Edition of Berger Memorable Walls.

- 1 Satabdi Barman, Debayan Saha, Sudip Ghosh and Arindam Patra  
Indian College of Arts & Draftsmanship
- 2 Subhajit Mandal and Arghadip Mandal  
Government College of Art & Craft, Calcutta
- 3 Nupur Poddar  
Jadavpur University

Witness the finest designs of the Berger Memorable Wall design contest in the virtual art gallery. Visit [virtual.bergermemorablewalls.com](http://virtual.bergermemorablewalls.com)





# INITIATIVES TOWARDS SUSTAINABILITY



## SUSTAINABLE ENVIRONMENT

Berger Paints has a robust environmental policy. We are committed to continually improve environmental performance through initiatives taken across our manufacturing units, offices, depots and warehouses with defined Environment Monitoring Plan (EMP).

- All activities are done with aspect/impact studies of the process
- Risk and hazard studies are carried out before implementation of any project
- Periodic reviews with management ensure rapid and effective deployment
- Continuous efforts are on to minimize the waste and moving towards green energy
- Continuous focus on optimization of resource utilization through recycling & reuse
- Environmental Management System (EMS) has been implemented which has helped in better monitoring and management of electrical consumption in different production centres



Lead content for decorative paints manufactured is periodically checked and kept within permissible limits. Many products have been developed with zero heavy-metal content (such as lead, mercury and chromium).





## Environmental initiatives taken at our plants



Plantation activities and maintenance of green belt are carried out at factories. Invasive species are removed and native trees are promoted.

At our Jejuri unit, total of 2700 plants have been planted by the team. Removed invasive tree species, which had a negative impact on native trees and planted native species. Development of garden within the plant, leading to natural beautification of the landscape. Planted medicinal species including Jambul, Embilica, etc.



We carry out plantation activities inside as well as outside of the plant along with spreading awareness on environment protection amongst our employees and locations near our factories/depot premises.

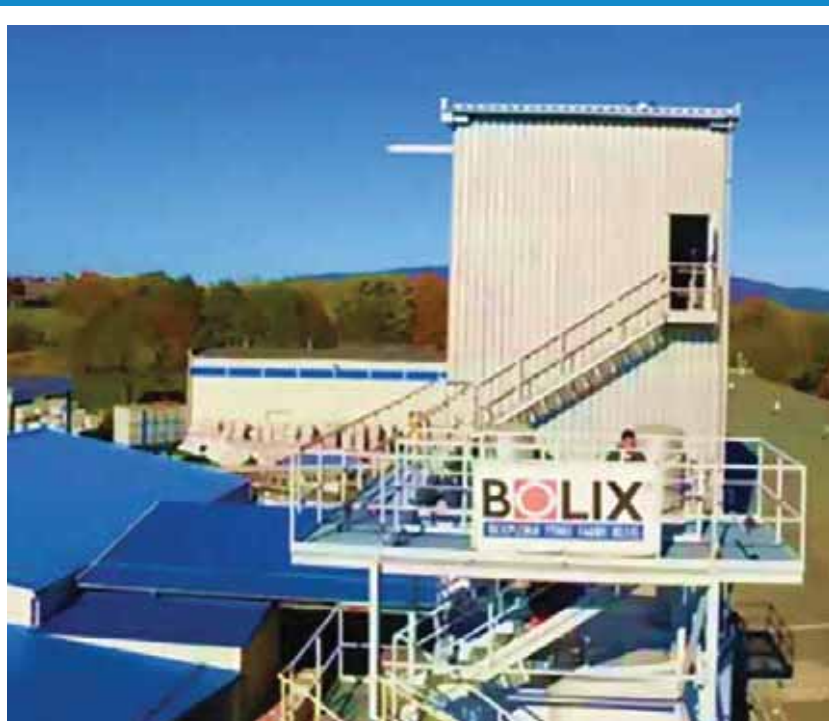
# ENERGY CONSERVATION

## External Thermal Insulation Composite Systems (ETICS)

One of the key environmental issues is carbon emission. The sources of carbon emission are mainly 28% from electricity & heat generation and 12% from commercial & residential sector due to running of air conditioners. Coal and oil get consumed in generating electricity, increasing carbon emission and inflating India's import bill.

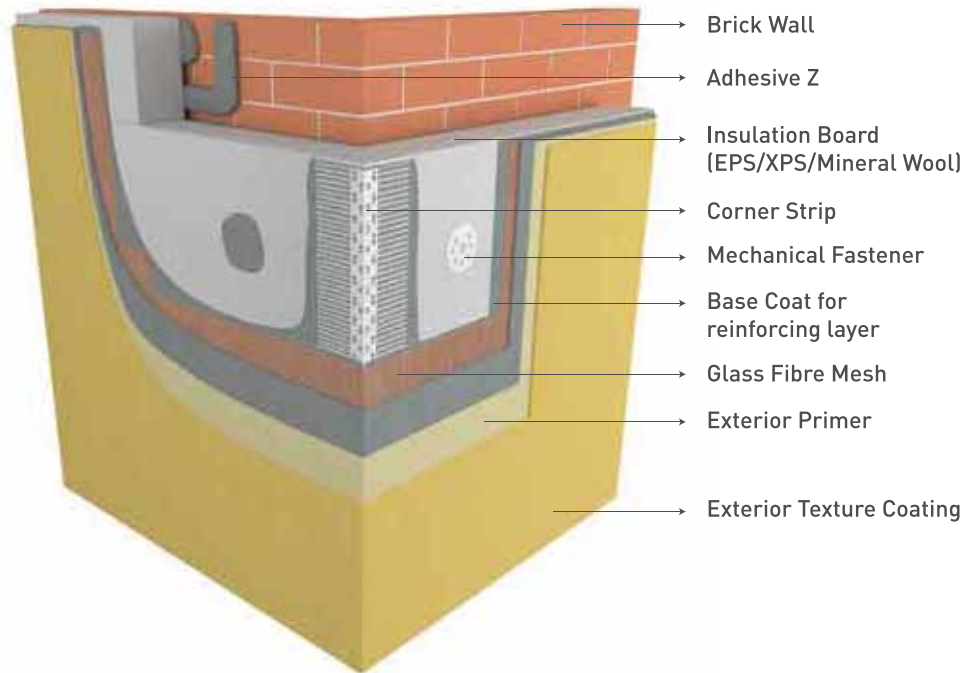
India has presented targets through its declared INDC (Intended Nationally Determined Contribution) ahead of the COP 21 (Conference of Parties 21) at Paris in November 2015. The commitment made was to cut the emission intensity by 33 – 35% by 2030 from 2005 levels and increasing the share of non-fossil fuel energy in its electricity mix to 40%.

Keeping this in mind, **External Thermal Insulation Composite Systems (ETICS)** based on technology from our Group company **Bolix, Poland** has been introduced in India.



**Environment Product Declaration (EPD)** with Product Life Cycle Analysis has been successfully done for ETICS and it has been published into the International EPD® System database.

## TYPICAL CROSS SECTION



Nand Ghar School project, Jaipur

The thermal protection of both existing and new buildings can be effectively achieved by using the thermal insulation externally. When talking about external wall insulation systems and the linked top-coat renders, we refer to them as ETICS or EIFS (Exterior Insulation Finishing System).

ETICS conforms to a set of globally acknowledged standards which consider the procedures and installation techniques related with the systems. These standards were historically established in Europe but have since blown out to all the parts of the globe.

Addition of the system to the external wall of a structure can make a major difference to reduce the amount of energy needed for cooling/heating of about 30-35%. Considering the focus on energy savings ETICS can be classified as one of the best and economical solution for heat insulation, reducing Heat Island Effect and most sustainable solution for the environment.



## Other Energy Conservation Initiatives Taken

- Energy efficient LED lights for indoor & outdoor lighting have been installed in all the plants
- Automatic operation (switching on/off) of equipment
- Photo sensors & timers
- Dust Extraction system
- Biofuel based heaters helps in reduction of carbon emission from diesel
- Roof Top Solar Power Plants

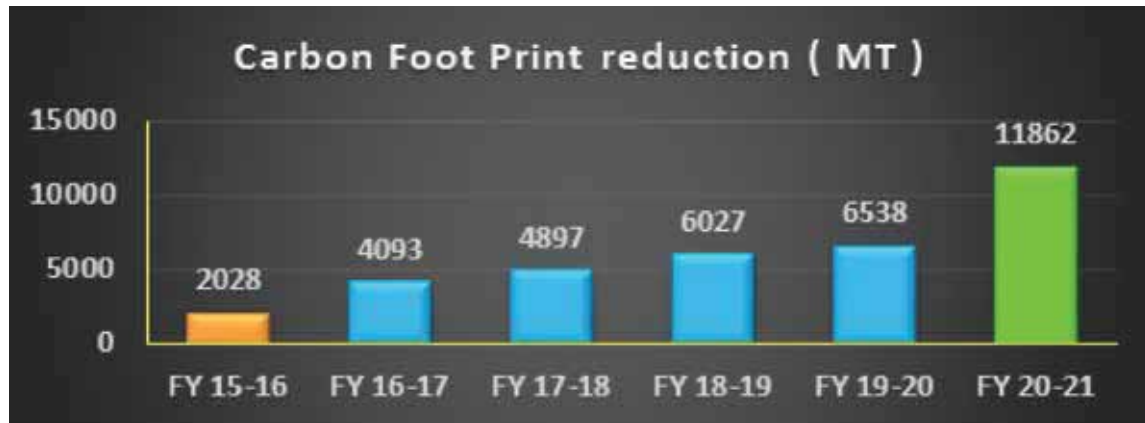


## Power consumption & Carbon Footprint reduction

In FY 20-21, Solar Power Plant projects have reduced 1362 MT of Carbon footprint with a savings potential from these Solar Plants of approx. 2600 MT per year.



With all the energy savings measures adopted so far, we have saved around 11800 MT of Carbon footprint in FY 20-21.



## WATER MANAGEMENT



### Some of the initiatives taken

- Regular inspection of pipelines and taps to identify water leakages.
- Rainwater collection and conservation facility across all manufacturing units.
- Reuse of water.
- Rainwater harvesting.
- Automatic level control system for reducing water wastage and use of effluent treated water in cooling towers is done.
- Use of effluent treated water in cooling towers.
- Treatment and reuse of domestic waste water.
- Ground water recharging pit.
- All waste water is treated & recycled.

# SAFETY AND WELLNESS

Excellence in EHS is targeted with No Major Fire, No Major Accident and 100 % compliance in Water, Air and Environment monitoring. Hazard and Operating Study / Risk Assessment is an integral part of any new Project / Activity. We have introduced safety tree board to track and display accident-free days and installed best protection measures, practices and robust engineering control.



Resin Manufacturing setup with modernised safety systems commissioned at Jejuri



Automatic Spark Arrestor for vehicles at factories



Automatic Foam Sprinkles System installed with QBD & IR3 detection



Earth Rite Relay System automation for solvent unloading

Aspiration type fire detectors with centralized sampling, smoke detection and air flow sensor assembly at Corporate Office





Proactive management for health safety is ensured with continuous monitoring, SMS/call intimation & Cloud based safety management in connection with detection system installed in all plants, depots, warehouses and offices. Incident management and reporting is stressed to prevent further incidents. Near miss reporting has been made stringent for promoting a safety culture in the organization. Regular audit for confirming health of fire hydrant system & fire extinguishers. Testing and inspection of Lifting equipment, air receivers, safety valves, process vessel, boiler inspection and others as per yearly calendar.



At our units, safe-unsafe acts conversations are held and recorded for promoting safety culture. Hierarchy of controls like Engineering Controls, Administrative Controls and PPE of control systems have been implemented for all unsafe act and conditions.

For fire-fighting arrangement, premises security, compliance management and emergency preparedness, latest automations and error proofing measures with safety awareness and training programmes have been implemented at our manufacturing locations, depots and offices.



# AWARDS & RECOGNITIONS



Berger Paints India Limited was recognised as Fastest Growing Paint Company in the 18th Construction World Annual Awards in 2020



Naltali unit has won the ICC Environment Excellence Award 2020



The Economic Times Iconic Brands of India 2021

VVN PLANT WON THE 10TH EXCEED ENVIRONMENT AWARD 2021 UNDER ENVIRONMENT PROTECTION CATEGORY IN MANUFACTURING SECTOR - PLATINUM CATEGORY



VVN plant won the CII Environmental Best Practice award in 2020



Honda Best Supplier Performance Award



Rishra plant has received Certificate of Appreciation at 33rd CII Quality Circle Convention



Goa Plant got 2nd position in National Maintenance Circle competition organized by CII in 2021



VVN plant received the Manufacturing Supply Chain Award organised by FSC in 2020



Jammu plant has received ICC Special Jury Recognition Environmental Excellence award in 2020





Howrah unit has scored 4.25 rating in the Large Scale category Energy Conservation by ENCON awards in 2020



Howrah unit has been awarded with **Jury Appreciation Award** –“Prevention Strategy for COVID-19 at Workplace– Best Workplace practice” by ICC in 2020



Rishra Plant scored 4.5 rating in the Large Scale category Energy Conservation ENCON in 2020



VVN Plant received 20th Annual Greentech Environment award in 2020



VVN Plant won the Apex India Occupational Health & Safety Award 2020



Goa Plant received the Silver award from SOPEP (Society of Power & Energy Professionals) in 2020



Naltali unit received the ICC OHS Gold Award for Manufacturing and Engineering sector – Paints & Allied in Large Enterprise Category in 2020



GREENPRO certification from CII on ETICS



VVN plant won the ICC Silver Award 2020 in field of Occupational Health and Safety



VVN plant received the APEX INDIA Gold Award for Occupational Health & Safety Award 2020



VVN Plant got Bronze award from SOPEP (Society of Power & Energy Professionals) in 2021



# BOARD OF DIRECTORS



**Mr Kuldip Singh Dhingra**  
Chairman



**Mr Gurbachan Singh Dhingra**  
Vice-Chairman



**Mr Abhijit Roy**  
MD & CEO



**Ms Rishma Kaur**  
Executive Director



**Mrs Sonu Halan Bhasin**  
Independent Director



**Mr Kanwardip Singh Dhingra**  
Executive Director



**Mr Pulak Chandan Prasad**  
Independent Director



**Mr Naresh Gujral**  
Independent Director



**Dr Anoop Kumar Mittal**  
Independent Director



**Mr Anoop Hoon**  
Independent Director

# CORPORATE INFORMATION

## BOARD COMMITTEES

### Audit

Mrs Sonu Halan Bhasin  
Chairperson  
Mr Gurbachan Singh Dhingra  
Mr Pulak Chandan Prasad  
Mr Naresh Gujral  
Dr Anoop Kumar Mittal

### Compensation & Nomination & Remuneration

Mr Anoop Hoon  
Chairman  
Mr Kuldip Singh Dhingra  
Mr Pulak Chandan Prasad  
Dr Anoop Kumar Mittal

### Business Process & Risk Management

Mr Gurbachan Singh Dhingra  
Chairman  
Mr Abhijit Roy  
Mr Anoop Hoon  
Ms Rishma Kaur  
Mr Kanwardip Singh Dhingra  
Mr Anil Bhalla  
Mr Srijit Dasgupta

### Stakeholders' Relationship & Investor Grievance

Mr Gurbachan Singh Dhingra  
Chairman  
Mr Abhijit Roy  
Mr Anoop Hoon

### Corporate Social Responsibility

Mr Kuldip Singh Dhingra  
Chairman  
Mr Abhijit Roy  
Ms Rishma Kaur  
Mr Kanwardip Singh Dhingra  
Mr Srijit Dasgupta  
Mr Anil Bhalla  
Dr Anoop Kumar Mittal  
Mr Arunito Ganguly

### Share Transfer

Mr Abhijit Roy  
Chairman  
Mr Anoop Hoon  
Mr Srijit Dasgupta  
Mr Arunito Ganguly

### Statutory Auditor

S R Batliboi & Co. LLP  
22, Camac Street,  
Block B, 3rd floor,  
Kolkata - 700016

### Secretarial Auditor

Anjan Kumar Roy & Co.  
Company Secretaries,  
GR 1, Gouri Bhaban,  
28A, Gurupada Halder Road,  
Kolkata - 700026

### Cost Auditors

N. Radhakrishnan & Co.,  
11A Dover Lane, Flat B 1/34,  
Kolkata -700029  
Shome & Banerjee  
5A, Nurulla Doctor Lane  
(West Range), 2nd floor,  
Kolkata - 700017

### Consortium Banks

Standard Chartered Bank  
HSBC Ltd.  
HDFC Bank Ltd.  
ICICI Bank Ltd.  
State Bank of India  
Kotak Mahindra Bank Ltd.  
Axis Bank Ltd.  
DBS Bank Ltd.  
Yes Bank Ltd.  
JP Morgan Chase Bank, N.A.  
MUFGBank, Ltd.  
BNP Paribas  
IDFC Bank Ltd.  
IndusInd Bank Ltd.  
Federal Bank Ltd.

### Key Managerial Personnel

Mr Abhijit Roy  
Managing Director &  
Chief Executive Officer  
Mr Srijit Dasgupta  
Director- Finance &  
Chief Financial Officer  
Mr Arunito Ganguly  
Vice President &  
Company Secretary

### Investor Service Centre

Registrar & Share Transfer Agent  
C B Management Services (P) Ltd  
P-22 Bondel Road,  
Kolkata 700019  
Phone : 033 4011 6700  
Fax : 033 4011 6739  
Email : rta@cbmsl.com

Secretarial Department  
Berger Paints India Limited  
129 Park Street, Kolkata 700017  
Telephone: 033 2229 9724-28  
Fax: 033 2227 7288  
Email:  
consumerfeedback@bergerindia.com

### Registered Office

Berger House, 129 Park Street,  
Kolkata 700017  
Phone: 033 2229 9724-28  
Fax: 033 2227 7288

### Corporate Website

[www.bergerpaints.com](http://www.bergerpaints.com)

### Feedback

[consumerfeedback@bergerindia.com](mailto:consumerfeedback@bergerindia.com)

### CIN

L51434WB1923PLC004793

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## BERGER PAINTS INDIA LIMITED

(CIN: L51434WB1923PLC004793)

Registered Office: Berger House, 129, Park Street, Kolkata 700 017

Phone Nos: 91 33 2229 9724 - 28 /7605019724 - 27; Fax No: 91 33 2227 7288

Website: [www.bergerpaints.com](http://www.bergerpaints.com)

E-mail: [consumerfeedback@bergerindia.com](mailto:consumerfeedback@bergerindia.com)

### NOTICE

Notice is hereby given that the Ninety-seventh Annual General Meeting of Berger Paints India Limited will be held on Friday, 27th August, 2021 at 11.00 a.m. (IST) through Video Conferencing (“VC”) or Other Audio Visual Means (“OAVM”) to transact the following businesses:-

#### ORDINARY BUSINESS:

To consider and, if thought fit, to pass, the following resolutions as **Ordinary Resolutions**:

1. “**RESOLVED THAT** the audited financial statements (including the audited consolidated financial statements) for the financial year ended 31st March, 2021, the Report of the Board of Directors along with relevant Annexures and that of the Statutory Auditors be and are hereby received, considered and adopted.”
2. “**RESOLVED THAT** a dividend of ₹2.80 (280%) per share on the paid up equity shares of ₹1/- each of the Company for the financial year ended 31st March, 2021, be and is hereby declared to be paid to those Members holding shares in physical form and whose names appear in the Register of Members on 27th August, 2021 and, holding shares in electronic form, to those whose names appear in the list of beneficial holders furnished by the respective Depositories as at the end of business hours on 20th August, 2021.”
3. “**RESOLVED THAT** Mr Kuldip Singh Dhingra (DIN: 00048406), Director of the Company, who retires by rotation at this meeting and, being eligible, has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company.”
4. “**RESOLVED THAT** Mr Gurbachan Singh Dhingra (DIN: 00048465), Director of the Company, who retires by rotation at this meeting and, being eligible, has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company.”

#### SPECIAL BUSINESS:

To consider and, if thought fit, to pass, the following resolution as a **Special Resolution**:

5. “**RESOLVED THAT** pursuant to Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the applicable provisions of the Companies Act, 2013 and the relevant Rules framed thereunder (including any statutory modification(s)/amendment(s)/re-enactment(s) thereto), approval of the Members be

and is hereby accorded to the continuation of directorship of Mr Kuldip Singh Dhingra (DIN: 00048406) as a Non-executive, Non-independent Director of the Company, liable to retire by rotation, after attaining the age of 75 years on 2nd September, 2022.”

To consider and, if thought fit, to pass, the following resolution as a **Special Resolution**:

6. “**RESOLVED THAT** pursuant to Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and Schedule V thereto and the Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any amendment(s)/statutory modification(s)/re-enactment(s) for the time being in force and the Articles of Association of the Company and pursuant to the recommendation of the Compensation and Nomination and Remuneration Committee and approval of the Board of Directors of the Company at their respective meetings held on 26th May, 2021, consent of the Members be and is hereby accorded towards the re-appointment of Mr Abhijit Roy [“Mr Roy” (DIN: 03439064)] as the Managing Director and Chief Executive Officer (CEO) of the Company with effect from 1st July, 2022 for a further period of 5 years upto 30th June, 2027, not liable to retire by rotation, on such terms and conditions including remuneration payable to Mr Roy as follows:
- a) Remuneration including perquisites, commission and contributions for retirement benefits: Maximum ₹800 lakhs per annum;
  - b) Car expenses incurred for car and driver, free furnished accommodation, communication facilities such as cellphones, residential phone and rental charges thereof, medical insurance coverage for self and family as per the Company’s Rules, encashment of leave at the end of the tenure as per the Company’s Rules and fees of clubs subject to a maximum of two clubs will not be included for the purpose of computation of the aforesaid ceiling of remuneration;
  - c) Mr Roy will be entitled to receive equity stock options and/or equity linked instruments (including options/warrants) and/or restricted stock units exercisable into equity share and/or any other instrument or securities as may be deemed fit by the Compensation and Nomination and Remuneration Committee in accordance with Berger Paints India Limited Employee Stock Option Plan, as approved by the shareholders of the Company from time to time and the same and any monetary value thereof will not be included for the purpose of computation of the aforesaid ceiling of remuneration;
  - d) Mr Roy will perform his duties as such with regard to all work of the Company and he will manage and attend to such business and carry out the orders and directions given by the Board from time to time in all respects and conform to and comply with all such directions and regulations as may from time to time be given and made by the Board. Mr Roy will act in accordance with the Articles of Association of the Company, abide by the provisions contained in Section 166 of the Act with regard to duties of directors and will adhere to the Company’s Code of Conduct and all other applicable policies;
  - e) The office of the Managing Director & CEO may be terminated by any of the Company or the Managing Director by giving the other 3 (three) months’ prior notice in writing;
  - f) Where in any financial year during the currency of his tenure, the Company has no profits or inadequate profits, Mr Roy shall be paid minimum remuneration as may be determined by the Board of Directors (which shall be deemed to include any Committee thereof including the Compensation and Nomination and Remuneration Committee) which shall also have the authority to decide on the

quantum, composition and periodicity of payment of such minimum remuneration and further that such minimum remuneration shall be treated as the minimum remuneration allowed to him within the limit as prescribed under Section II, Part II of Schedule V of the Companies Act, 2013 and shall be construed as in compliance with provisions of sub-section (11) of Section 197 of the Act.”

**“RESOLVED FURTHER THAT** the Board of Directors (which shall be deemed to include any Committee thereof including the Compensation and Nomination and Remuneration Committee) be and is hereby authorized to finalize the remuneration to be received by Mr Roy every year within the aforesaid limit and the Board of Directors or the Compensation and Nomination and Remuneration Committee be and is also hereby authorized to settle any question or difficulty in connection herewith and incidental hereto.”

To consider and, if thought fit, to pass, the following resolution as a **Special Resolution**:

7. **“RESOLVED THAT** pursuant to the provisions of Section 197 read with Schedule V and other applicable provisions of the Companies Act, 2013 (“Act”) including any statutory modifications, amendments, re-enactment thereof, for the time being in force, relevant rules made thereunder, the provisions of the Memorandum and Articles of Association of the Company, recommendation of the Compensation and Nomination and Remuneration Committee dated 4th November, 2020 and the resolution of the Board of Directors dated 5th November, 2020 and in partial modification of the special resolution adopted by the Members at the Annual General Meeting held on 3rd August, 2016, consent of the Members of the Company be and is hereby accorded for increase of the managerial remuneration paid/payable to Mr Abhijit Roy (“Mr Roy”), Managing Director and Chief Executive Officer (CEO) (DIN : 03439064) of the Company from ₹391.45 lakhs per annum to ₹417.69 lakhs per annum, with effect from 1st July, 2020, with liberty to the Board to further alter/revise the remuneration of the Managing Director and CEO of the Company up to a maximum of ₹700 lakhs per annum for the remaining term i.e., from 1st July, 2021 to 30th June, 2022 based on the recommendation of the Compensation and Nomination and Remuneration Committee.”

**“RESOLVED FURTHER THAT** except for the aforesaid revision in remuneration, all other terms and conditions of Mr Roy’s appointment as Managing Director and CEO of the Company, as approved by the special resolution passed at the Annual General Meeting of the Company held on 3rd August, 2016, including Mr Roy’s entitlement to receive equity shares and/or equity linked instruments (including options/warrants) and/or Restricted Stock Units (RSU) exercisable in equity shares and/or any other instruments or securities as may be deemed fit by the Compensation and Nomination and Remuneration Committee in accordance with Berger Paints India Limited Employee Stock Option Plan, as approved by the shareholders of the Company, which shall be in addition to the aforesaid maximum remuneration, will remain unchanged.”

**“RESOLVED FURTHER THAT** the payment of the aforesaid remuneration already made/to be made to Mr Roy with effect from 1st July, 2020 be and is hereby approved and for the purpose of giving effect to the foregoing resolution, the Board (which term shall be deemed to include any Committee of the Board authorised in the said behalf) be and is hereby authorised to do all such acts, deeds and things, as it may in absolute discretion deem necessary, proper or desirable, and to settle any question, difficulty or doubt that may arise in respect to aforesaid without being required to seek any further consent or approval of the Members of the Company, or otherwise to the end intent that they shall be deemed to have given their approval thereto expressly by the authority of this Resolution.”



To consider and, if thought fit, to pass, the following resolution as an **Ordinary Resolution**:

8. “**RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory amendment or modification or re-enactment thereof, for the time being in force), the remuneration of ₹2,45,000 plus out of pocket expenses and taxes as applicable payable to M/s N. Radhakrishnan & Co. (Firm Registration No.000056) and the remuneration of ₹1,20,000 plus out of pocket expenses and taxes as applicable payable to M/s Shome and Banerjee (Firm Registration No. 000001), who have been appointed by the Board of Directors as Cost Auditors for audit of cost records of the Company in the manner illustrated in the explanatory statement for the financial year ending 31st March, 2022, be and is hereby ratified.”

Place: Kolkata

Dated: 26th May, 2021

By Order of the Board

**Arunito Ganguly** (FCS-9285)

Vice President & Company Secretary

## NOTES:

1. The Ministry of Corporate Affairs (MCA) vide its General Circular No. 02/2021 dated 13th January, 2021 read with MCA General Circular Nos. 14/2020, 17/2020 and 20/2020 dated 8th April, 2020, 13th April, 2020 and 5th May, 2020 (collectively referred to as “MCA Circulars”) respectively and the Securities and Exchange Board of India (“SEBI”) Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May 2020 the validity of which has been extended till 31st December, 2021 by SEBI, vide its Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021 (“SEBI Circulars”) allowing companies to conduct their Annual General Meeting (“AGM”) through VC or OAVM, thereby dispensing with the requirement of physical attendance of the Members at their AGM. In compliance with the provisions of the Act and the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and the MCA and SEBI Circulars, the 97th AGM of the Company will be held through VC or OAVM. Members attending the AGM through VC or OAVM shall be counted for the purpose of reckoning Quorum under Section 103 of the Act. Deemed venue of the AGM shall be the Registered Office of the Company situated at Berger House, 129 Park Street, Kolkata – 700 017.
2. **IN TERMS OF THE MCA CIRCULARS AND SEBI CIRCULARS, THE REQUIREMENT OF SENDING PROXY FORMS TO HOLDERS OF SECURITIES AS PER PROVISIONS OF SECTION 105 OF THE ACT READ WITH REGULATION 44 (4) OF THE LISTING REGULATIONS HAS BEEN DISPENSED WITH. THEREFORE, THE FACILITY TO APPOINT PROXY BY THE MEMBERS WILL NOT BE AVAILABLE AND CONSEQUENTLY, THE PROXY FORM AND ATTENDANCE SLIP ARE NOT ANNEXED TO THIS NOTICE CONVENING THE 97 TH AGM OF THE COMPANY.**

However, in pursuance of Section 113 of the Act and Rules framed thereunder, the corporate Members are entitled to appoint authorized representatives for the purpose of voting through remote e-Voting or for the participation and e-Voting during the AGM,

through VC or OAVM. Institutional Shareholders (i.e., other than individuals, HUF, NRI, etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Power of Attorney/appropriate Authorization Letter together with attested specimen signature(s) of the authorized signatory (ies) who are authorized to vote, to the Scrutinizer through e-mail at **aklabhcs@gmail.com** with a copy marked to **evoting@nsdl.co.in**.

3. Since the AGM will be held through VC or OAVM pursuant to the MCA circulars, no Route Map is being provided with the Notice.
4. The Members can join the AGM through the VC or OAVM mode 30 minutes before the scheduled time of commencement of the Meeting by following the procedure mentioned later in the Notice. The facility of participation at the AGM through VC or OAVM will be made available for 1000 Members on first come first serve basis. This will not include large Shareholders i.e., (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, Chairperson of the Audit Committee, Chairman of Compensation and Nomination and Remuneration Committee and Chairman of the Stakeholders' Relationship and Investor Grievance Committee, Statutory Auditors, Secretarial Auditor, Scrutinizer and others who are allowed to attend the AGM without restriction on account of first come first serve basis.
5. In compliance with the aforesaid MCA Circulars and SEBI Circulars, Notice of the AGM along with the Annual Report 2020-21 is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2020-21 will also be available on the Company's website - **www.bergerpaints.com**, websites of the Stock Exchanges, i.e., BSE Limited and National Stock Exchange of India Limited at **www.bseindia.com** and **www.nseindia.com** respectively, and on the e-Voting website of NSDL at **www.evoting.nsdl.com**.
6. The Register of Members and Share Transfer Books of the Company shall remain closed from Saturday, 21st August, 2021 to Friday, 27th August, 2021 (both days inclusive).
7. SEBI vide its Circular No. SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 dated 20th April, 2018 has mandated registration of Permanent Account Number (PAN) and Bank Account Details for all security holders. Members holding shares in physical mode and who have not registered their details are therefore requested to submit their PAN and Bank Account details to the Registrar and Share Transfer Agent (the "RTA") of the Company, i.e., M/s C. B. Management Services (P) Limited (P-22, Bondel Road, Kolkata 700019) by sending a duly signed letter along with self-attested copy of PAN card and an original cancelled cheque. The original cancelled cheque should bear the name of the Member(s). A communication dated 12th May, 2021 in this regard was forwarded by the RTA of the Company. Alternatively, Members are requested to submit a copy of bank passbook/statement attested by the bank (not more than three months old) along with a cancelled cheque if the name of account holder does not appear on the cheque. Members holding shares in demat mode are requested to submit the aforesaid information to their respective Depository Participant. Further, as an added initiative for a consecutive year, the Company has also made a newspaper advertisement on 3rd June, 2021 in Business Standard (having nationwide circulation) and in Aajkal (vernacular) to inform the Members to register their e-mail ids, PAN, mobile number(s) and update their bank account details in case they are yet to register their e-mail ids, mobile numbers, PAN or bank account details. Further, the Company has also availed the services of National Securities Depository Limited and Central Depository Services (India) Limited for sending SMS's to those shareholders whose mobile numbers were available with the depositories but the e-mail ids were not available with the Depositories, Company or its RTA with a request to register their e-mail ids to enable the Company to send the Annual Report for the financial year 2020-21 through e-mail.

8. Explanatory Statement pursuant to Section 102 of the Act, in respect of the Special Business to be transacted at the Annual General Meeting as set out in the Notice is annexed hereto. The recommendations of the Board of Directors of the Company in terms of Regulation 17(11) of the Listing Regulations is also provided in the said Statement. Necessary information of the Directors as required under Regulation 36(3) of the Listing Regulations and the Revised Secretarial Standard on General Meeting (SS-2) issued by the Institute of Company Secretaries of India (ICSI) is also appended to the Notice. The Statement read together with the Annexures hereto and these notes form an integral part of this Notice.
9. In terms of General Circular Nos. 20/2020 dated 5th May, 2020 and 02/2021 dated 13th January, 2021 issued by the Ministry of Corporate Affairs, all items proposed under Special Business are considered unavoidable by the Board of Directors of the Company.
10. All documents referred to in the Notice and the Explanatory Statement shall be made available for on-line inspection by the Members of the Company, without payment of fees up to and including the date of AGM. Members desirous of inspecting the same may send their requests at [rajibde@bergerindia.com](mailto:rajibde@bergerindia.com) with a copy marked to [sumandey@bergerindia.com](mailto:sumandey@bergerindia.com) from their registered e-mail addresses mentioning their names and folio numbers/demat account numbers.

During the AGM, the Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which Directors are interested maintained under Section 189 of the Act and the Certificate from Statutory Auditors of the Company certifying that the ESOP Scheme of the Company has been implemented in accordance with the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 shall be made available for on-line inspection upon login at NSDL e-Voting system at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

11. Members are requested to notify any change in their address immediately to the RTA of the Company for shares held in physical mode. Members who hold their shares in dematerialised form may lodge their requests for change of address, if any, with their respective Depository Participants.
12. Members holding shares of the Company in physical mode through multiple folios are requested to consolidate their shareholding into a single folio, by sending their original share certificates along with a request letter to consolidate their shareholding into one single folio, to the RTA.
13. Members holding shares under a single name in physical mode are advised to make nomination in respect of their shareholding in the Company. The Nomination Form can be downloaded from the Company's website, i.e., [www.bergerpaints.com](http://www.bergerpaints.com) - "Investors"- "Investor Services". Members holding shares in demat mode should file their nomination with their respective Depository Participant(s).
14. In all correspondence with the Company/the RTA, Members are requested to quote their Folio Number and in case their shares are held in the dematerialised form, must quote their DP ID and Client ID numbers.
15. Members are reminded to send their dividend warrants, which have not been encashed, to the Company, for revalidation. As per the provisions of Section 124(6) of the Act, unclaimed dividend is liable to be transferred to the Investor Education and Protection Fund of the Central Government after expiry of seven years from the date they become due for payment.



16. The Ministry of Corporate Affairs (MCA) had vide notification No. S.O.2866 (E) dated 5th September, 2016 enforced Sections 124(6) and 125 of the Act read with the Investor Education and Protection Fund [IEPF] (Accounting, Audit, Transfer and Refund) Rules, 2016 (as amended), which requires companies to transfer the underlying shares to the IEPF, in respect of which the dividends have remained unclaimed for a consecutive period of seven years. Accordingly, shareholders are requested to apply for unclaimed dividends immediately to the Company/the RTA. Members are informed that once the unclaimed or unpaid dividend is transferred to the designated account of IEPF and shares are transferred to the Demat Account of the IEPF Authority, no claim shall lie against the Company in respect of such dividend/shares. During the Financial Year 2020-21, the Company had transferred 2,34,791 equity shares to IEPF on 2nd December, 2020. The Members, whose unclaimed dividends/shares have been transferred to IEPF, may claim the same by making an online application to the IEPF Authority in web Form No. IEPF-5 available on [www.iepf.gov.in](http://www.iepf.gov.in).

The eligible Members are entitled to claim such unclaimed or unpaid dividend and shares including benefits, if any, accruing on such shares from the IEPF Authority by making an online application in web Form IEPF-5 and sending the physical copy of the same duly signed (as per the specimen signature recorded with the Company) along with requisite documents at the Registered Office of the Company for verification of their claims. Relevant details and the specified procedure to claim refund of dividend amount/shares along with an access link to the refund web page of IEPF Authority's website for claiming such dividend amount/shares has been provided on the Company's website, i.e., [www.bergerpaints.com](http://www.bergerpaints.com) under the "Investor Services" category. The due dates for transfer of the unclaimed or unpaid dividend relating to subsequent years to IEPF are as follows:

Period	Type	Date of Transfer to IEPF
2012-13	FINAL	07.09.2020
2013-14	FINAL	06.09.2021
2014-15	INTERIM	07.03.2022
2014-15	FINAL	06.09.2022
2015-16	INTERIM	11.03.2023
2015-16	FINAL	06.09.2023
2016-17	FINAL	09.09.2024
2017-18	FINAL	08.09.2025
2018-19	FINAL	10.09.2026
2019-20	INTERIM	24.03.2027
2019-20	FINAL	30.10.2027

17. The shareholders holding shares in physical mode and whose names appear in the Register of Members on 27th August, 2021, whereas the shareholders holding shares in electronic mode and whose names appear in the list of beneficial holders furnished by respective Depositories as at the end of business hours on 20th August, 2021 shall be eligible for receipt of dividend as recommended by the Board subject to approval of the proposed resolution in this connection by the shareholders of the Company. Accordingly, as per current SEBI Regulations, dividend is required to be credited to Members' respective bank accounts through National Automated Clearing House (NACH), wherever the facility is available and the requisite/valid details/mandates have been provided

by the Members. Members desirous of availing this facility may send the details of their bank accounts with addresses and MICR Codes of their banks to their Depository Participants (in case of shares held in dematerialised form) or to the RTA (in case of shares held in physical form) at the earliest.

18. Pursuant to amendment of Regulation 40 of Listing Regulations vide Gazette notification dated 8th June, 2018, w.e.f. 1st April, 2019 except in case of transmission or transposition of securities, transfer of securities would be carried out in dematerialised form only. Hence, Members are requested to initiate action to get their shares dematerialised since trading of shares is done compulsorily in the dematerialised mode. Dematerialisation not only provides easy liquidity, but also safeguards from any possible physical loss.
19. As the AGM is being conducted through VC or OAVM, the Members are requested to express their views/send their queries well in advance for smooth conduct of the AGM but not later than 5:00 P.M. (IST) on Monday, 23rd August, 2021 mentioning their names, folio numbers/demat account numbers, e-mail addresses and mobile numbers at **sumandey@bergerindia.com** with a cc to **rajibde@bergerindia.com** and only such questions/queries received by the Company till the said date and time shall be considered and responded during the AGM.

Members willing to express their views or raise queries during the AGM are required to register themselves as speakers by sending their requests on or before Monday, 23rd August, 2021 (5:00 P.M. IST) at **sumandey@bergerindia.com** with a cc to **rajibde@bergerindia.com** from their registered e-mail addresses mentioning their names, folio numbers/demat account numbers, PAN details and mobile numbers. The Members who have registered themselves as speakers will be allowed to express their views/ask questions during the AGM. The Chairman of the Meeting/the Company reserves the right to restrict the time allotted to each speaker and the number of speakers to ensure smooth conduct of the AGM.

20. Pursuant to the Finance Act, 2020, dividend income will be taxable in the hands of shareholders w.e.f. 1st April, 2020 and the Company is required to deduct tax at source from dividend paid to shareholders at the prescribed rates. For the prescribed rates for various categories, the shareholders are requested to refer to the Finance Act, 2020 and the amendments thereof. The Shareholders are once again requested to update their PAN with the Company at **sumandey@bergerindia.com** with a cc to **rajibde@bergerindia.com**/the RTA at **subhabrata@cbmsl.co/ranarc@cbmsl.co** (in case of shares held in physical mode) and their respective Depository Participants (in case of shares held in dematerialised mode). The following may be noted:

- (i) A Resident individual shareholder with PAN and who is not liable to pay income tax can submit a yearly declaration in Form No. 15G/15H, to avail the benefit of non-deduction of tax at source by email to **subhabrata@cbmsl.co/ranarc@cbmsl.co** on or before 16th August, 2021. Shareholders are requested to note that in case their PAN is not registered or an invalid PAN is furnished, the tax will be deducted at a rate of 20%. Further, tax may be deducted at higher rate of 20% for non-filing of return of income for last two financial years for which due date has expired.
- (ii) Resident shareholders who are eligible for deduction of tax at a concessional or Nil rate as per Section 197 of the Income-tax Act, 1961, can submit the certificate/letter issued by the Assessing Officer, to avail the benefit of lower rate

of deduction or non-deduction of tax at source by sending an e-mail to [subhabrata@cbmsl.co](mailto:subhabrata@cbmsl.co)/[ranarc@cbmsl.co](mailto:ranarc@cbmsl.co) on or before 16th August, 2021.

(iii) Non-resident Shareholders can avail beneficial rates under tax treaty between India and their country of residence, subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits by sending an e-mail to [subhabrata@cbmsl.co](mailto:subhabrata@cbmsl.co)/[ranarc@cbmsl.co](mailto:ranarc@cbmsl.co). The aforesaid declarations and documents need to be submitted by the Shareholders on or before 16th August, 2021.

21. As on 31st March, 2021, 5,08,982 equity shares of ₹1/- each fully paid up have remained unclaimed for 179 number of shareholders. During the year, the Company had received 6 requests from the Members for transfer of their unclaimed shares in aggregate from the Company's unclaimed demat suspense account, i.e. 'M/s Berger Paints India Limited – Unclaimed Demat Suspense Account' and accordingly, the Company has transferred those unclaimed shares from its unclaimed demat suspense account. Further, 1,18,635 equity shares of ₹1/- each were transferred from unclaimed suspense account to IEPF Account between the period 1st April, 2020 to 31st March, 2021. The details are given in **Annexure A** of the Corporate Governance Report.
22. In compliance with the provisions of Section 108 of the Act, read with the provisions of the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the Listing Regulations (as amended), and the MCA Circulars dated 8th April, 2020, 13th April, 2020, 5th May, 2020, 13th January, 2021 and SEBI Circulars dated 12th May, 2020 and 15th January, 2021, the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the AGM. The Company has engaged National Securities Depository Limited ("NSDL") to provide to the Members the e-Voting platform and services for casting their vote through remote e-Voting on all resolutions set forth in this Notice. Only those Members who are present in the Meeting through VC or OAVM facility and have not cast their votes on resolutions through remote e-Voting and are otherwise not barred from doing so, shall be allowed to vote through e-Voting system during the AGM.

The remote e-Voting period will commence on 24th August, 2021 (Tuesday at 9:00 a.m.) and will end on 26th August, 2021 (Thursday at 5:00 p.m.). During this period, Members of the Company, holding shares either in physical mode or in dematerialised mode, may cast their vote electronically. The remote e-Voting module shall be disabled by NSDL for voting thereafter.

The procedure for remote e-Voting is as under:

**Step 1:** Access to NSDL e-Voting system

**A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**

In terms of SEBI circular dated 9th December, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.



Login method for Individual shareholders holding securities in demat mode is given below

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. If you are already registered for <b>NSDL IDeAS facility</b> , please visit the e-Services website of NSDL. Open web browser by typing the following URL: <b>https://eservices.nsdl.com/</b> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “ <b>Beneficial Owner</b> ” icon under “Login” which is available under “ <b>IDeAS</b> ” section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on options available against company name or <b>e-Voting service provider - NSDL</b> and you will be re-directed to NSDL e-Voting website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
	2. If the user is not registered for IDeAS e-Services, option to register is available at <b>https://eservices.nsdl.com</b> . Select “ <b>Register Online for IDeAS</b> ” Portal or click at <b>https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</b>
	3. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <b>https://www.evoting.nsdl.com/</b> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number held with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on options available against company name or <b>e-Voting service provider - NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders holding securities in demat mode with CDSL	1. Existing users who have opted for Easi/Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi/Easiest are <b>https://web.cdslindia.com/myeasi/home/login</b> or <b>www.cdslindia.com</b> and click on New System Myeasi.
	2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of <b>e-Voting service provider i.e. NSDL</b> . Click on <b>NSDL</b> to cast your vote.
	3. If the user is not registered for Easi/Easiest, option to register is available at <b>https://web.cdslindia.com/myeasi/Registration/EasiRegistration</b>
	4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in <b>www.cdslindia.com</b> home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the demat Account. After successful authentication, user will be provided links for the respective ESP i.e., <b>NSDL</b> where the e-Voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Once login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on options available against company name or <b>e-Voting service provider-NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting and voting during the meeting.

**Important note:** Members who are unable to retrieve User ID/Password are advised to use Forget User ID and Forget Password option available at above-mentioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.**

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <b>evoting@nsdl.co.in</b> or call at toll free nos.: 1800 1020 990 and 1800 22 44 30
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk <b>evoting@cdslindia.com</b> or contact at 022- 23058738 or 022-23058542-43

**B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL:<https://www.evoting.nsdl.com/>
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholders’ Section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL e-services i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-into NSDL e-services after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e., Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****
b) For Members who hold shares in demat account with CDSL	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form	EVEN Number followed by Folio Number registered with the company. For example if folio number is 001***and EVEN is 101456 then user ID is 101456001***

5. Your password details are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the “initial password” which was communicated to you. Once you retrieve your “initial password”, you need to enter the ‘initial password’ and the system will force you to change your password.

- c) How to retrieve your 'initial password'?
- (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your e-mail ID. Trace the email sent to you from NSDL from your mailbox. Open the e-mail and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
  - (ii) If your email ID is not registered, please follow the steps mentioned below:
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
- a) Click on **"Forgot User Details/Password?"** (If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) **"Physical User Reset Password?"** (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

**Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.**

How to cast your vote electronically on NSDL e-Voting system?

- i. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
- ii. Select "EVEN" of company which is 116547 to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join General Meeting".
- iii. Now you are ready for e-Voting as the Voting page opens.
- iv. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
- v. Upon confirmation, the message "Vote cast successfully" will be displayed.
- vi. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- vii. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.



### General Guidelines for Shareholders

1. Institutional shareholders (i.e., other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority letter etc. with attested specimen signature of the duly authorised signatory(ies) who are authorised to vote, to the Scrutiniser by e-mail to [aklabhcs@gmail.com](mailto:aklabhcs@gmail.com)/[aklabh@aklabh.com](mailto:aklabh@aklabh.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-Voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-Voting user manual for Shareholders available at the download Section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800 1020 990 and 1800 22 4430 or send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).

In case of any grievances connected with facility for e-Voting, please contact - Ms Pallavi Mhatre, Manager, NSDL, 4th Floor, ‘A’ Wing, Trade World, Kamala Mills Compound, Lower Parel, Mumbai 400013. Email: [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)/[pallavid@nsdl.co.in](mailto:pallavid@nsdl.co.in), Tel: 91 22 2499 4545.

The helpline number regarding any query/assistance for participation in the AGM through VC or OAVM is 1800 1020 990.

4. For those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-Voting for the resolutions set out in this notice:
  - A) In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAAR (self-attested scanned copy of Aadhaar Card) by email to [sumandey@bergerindia.com](mailto:sumandey@bergerindia.com) or to the RTA at [subhabrata@cbmsl.co](mailto:subhabrata@cbmsl.co)/[ranarc@cbmsl.co](mailto:ranarc@cbmsl.co).  
  
In case shares are held in demat mode, please provide DP ID-CL ID (16 digit DP ID + CL ID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAAR (self-attested scanned copy of Aadhaar Card) to [sumandey@bergerindia.com](mailto:sumandey@bergerindia.com) or to the RTA at [subhabrata@cbmsl.co](mailto:subhabrata@cbmsl.co)/[ranarc@cbmsl.co](mailto:ranarc@cbmsl.co) (If you are an individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at step 1 i.e., **Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**).
  - B) Alternatively, Members may send an e-mail request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for obtaining User ID and Password by providing the details mentioned in Point A as the case may be.
  - C) In terms of SEBI circular dated 9th December, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

5. Instructions for Members for e-Voting on the day of the AGM are as under:
  - I. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-Voting.
  - II. Only those Members/shareholders, who will be present in the AGM through VC or OAVM facility and have not cast their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
  - III. Members who have voted through remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
  - IV. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for remote e-Voting.
  
6. Instructions for Members for attending the AGM through VC or OAVM are as under:
  - A. Members will be provided with a facility to attend the AGM through VC or OAVM through the NSDL e-Voting system. Members may access the same at **www.evoting.nsdl.com** under shareholders/Members login by using the remote e-Voting credentials. The link for VC/OAVM will be available in shareholder/Members login where the EVEN of Company will be displayed. Please note that the Members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush. Further Members can also use the OTP based login for logging into the e-Voting system of NSDL.
  - B. Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
  - C. Please note that Members connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/ Video loss due to fluctuation in their respective network. It is therefore recommended to use stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches. Infrastructure, connectivity and speed available at the speaker's location are essential to ensure smooth interaction.
  - D. Members who would like to express their views/ask questions during the meeting may register themselves as a speaker and may send their request mentioning their name, demat account number/folio number, email id, mobile number at **sumandey@bergerindia.com** with a cc to **rajibde@bergerindia.com**. Please refer point no.19 above for details.
  - E. Those Members who have registered themselves as speakers will only be allowed to express their views/ask questions during the meeting.
  - F. Members who need any assistance before or during the AGM, may contact on the helpline number or other contact details provided above.

23. The voting rights of Members shall be in proportion to their share of the paid-up equity share capital (in case of electronic shareholding) of the Company as on the cut-off date of 20th August, 2021.
24. Any person, who acquires shares of the Company and becomes Member of the Company after dissemination of the Notice of AGM and holding shares as on the cut-off date ,i.e., 20th August, 2021 may obtain the login ID and password by sending a request at **evoting@nsdl.co.in** or **subhabrata@cbmsl.co/ranarc@cbmsl.co** or **sumandey@bergerindia.com** mentioning his or her folio number/DP ID and Client ID. However, if he is already registered with NSDL for remote e-Voting, then he can use his existing user ID and password for casting his vote. If he forgets his password, he can reset his password by using “Forgot User Details/Password” option available on **www.evoting.nsdl.com**.
25. Members holding shares in physical mode or whose e-mail addresses are not registered, may cast their votes through e-Voting system, after registering their e-mail addresses by sending the following documents to the Company at **sumandey@bergerindia.com** or to the RTA at **subhabrata@cbmsl.co/ranarc@cbmsl.co** (i) Scanned copy of a signed request letter, mentioning the name, folio number/demat account details and number of shares held and complete postal address; (ii) Self-attested scanned copy of PAN Card; and (iii) Self-attested scanned copy of any document (such as AADHAAR card/latest Electricity Bill/latest Telephone Bill/ Driving License/Passport/Voter ID Card/Bank Passbook particulars) in support of the postal address of the Member as registered against their shareholding. Members, who hold shares in physical mode and already having valid e-mail addresses registered with the Company/the RTA, need not take any further action in this regard.
26. In case of joint holders attending the meeting, only such joint holder, who is higher in the order of names, will be entitled to vote at the Meeting.
27. Pursuant to the provisions of Section 108 of the Act, Mr A.K. Labh (FCS-4848/CP-3238) of M/s A.K.Labh & Co., Company Secretaries has been appointed as the Scrutinizer to scrutinize the remote e-Voting process as well as voting by Members (who have not cast their vote through remote e-Voting) participating at the AGM through VC or OAVM as on the date of AGM in a fair and transparent manner.
28. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, first count the votes cast during the AGM, thereafter unblock the votes cast through remote e-Voting and make, not later than two working days of conclusion of the AGM, a consolidated Scrutinizer’s Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same.
29. The result declared along with the Scrutinizer’s Report shall be placed on the Company’s website **www.bergerpaints.com**, the e-Voting website of NSDL - **www.evoting.nsdl.com** and on the notice board of the Company's registered office immediately. The Company shall simultaneously forward the results to National Stock Exchange of India Limited, BSE Limited and The Calcutta Stock Exchange Limited, where the shares of the Company are listed.
30. Subject to receipt of requisite number of votes, the resolutions proposed in the Notice shall be deemed to be passed on the date of the Meeting itself, i.e., 27th August, 2021.



## **EXPLANATORY STATEMENT IN RESPECT OF SPECIAL BUSINESSES PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013**

### **ITEM NO. 5**

Mr Kuldip Singh Dhingra (Mr Dhingra) [DIN: 00048406] aged 73 years, is the Non-Executive and Non-independent Director of the Company liable to retire by rotation. He is also the Non-Executive Chairman of the Board of Directors and the Promoter of the Company. As per Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), with effect from 1st April, 2019, no listed company shall appoint or continue the directorship of a Non - Executive Director who has attained the age of 75 (Seventy Five) years, unless a Special Resolution is passed to that effect and justification thereof is indicated in the explanatory statement annexed to the Notice for such appointment.

Mr Dhingra has been a Director of the Company since 17th July, 1991. He is a Science Graduate from Hindu College, Delhi University. Mr Dhingra is an industrialist and has over 50 years of experience in paint and related industries and his contribution to the paint industry is well known and internationally acclaimed. His rich experience, expertise and guidance has all along resulted in the organic and inorganic growth of the business.

Mr Dhingra will attain the age of 75 years on 2nd September, 2022 and the continuation of his Directorship will be subject to approval by the shareholders by way of a special resolution. Hence the approval of the Members is sought for the continuation of his Directorship on the Board of the Company even after attaining the age of 75 years.

The Board of the Company is of the opinion that Mr Dhingra has been an integral part of the Board, and has provided valuable insights to the Company and his continuation as a Director will be in the interest of the Company notwithstanding Mr Dhingra attaining seventy-five years of age. Hence the Board recommends the resolution set out in item No. 5.

The details required under Regulation 36(3) of the Listing Regulations and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, in respect of Director(s) seeking appointment/re-appointment at this AGM forms part of the Notice.

Mr Dhingra, Ms Rishma Kaur, Mr Gurbachan Singh Dhingra and Mr Kanwardip Singh Dhingra, being the relatives of Mr Dhingra may deemed to be interested and concerned in the Resolution No.5 of the Notice. Other than Ms Rishma Kaur, Mr Gurbachan Singh Dhingra, Mr Kanwardip Singh Dhingra and Mr Dhingra himself, no other Director or Key Managerial Personnel of the Company, or their relatives, are concerned or interested financially or otherwise, in Resolution No. 5 as contained in the Notice.

### **ITEM NO. 6**

Mr Abhijit Roy (“Mr Roy”) [DIN: 03439064] was appointed as the Managing Director and Chief Executive Officer (CEO) of the Company by the Board of Directors at its meeting held on 30th May, 2012 for a period of five years from 1st July, 2012.

Mr Roy's appointment as the Managing Director and CEO was approved by the Members at the Annual General Meeting held on 2nd August, 2012. He was re-appointed as the Managing Director and CEO of the Company by the Board of Directors at its meeting held on 30th May, 2016 for a period of five years with effect from 1st July, 2017 and this was subsequently approved by the Members at the Annual General Meeting held on 3rd August, 2016. The present terms of appointment of Mr Roy will expire with the close of business hours on 30th June, 2022.

Mr Roy is a Bachelor of Engineering (Mechanical) from Jadavpur University, Kolkata and holds Post Graduate Diploma in Business Management from Indian Institute of Management, Bangalore. Mr Roy joined the Company in 1996 and has been with the Company for 25 years. Prior to his appointment as Director, Mr Roy was heading the Sales and Marketing function of the Company as Senior Vice President, Sales and Marketing. Mr Roy has long and rich experience of 30 years.

Mr Roy has provided able leadership to the Company as its Managing Director and CEO. During his present term, from 1st April, 2016 to 31st March, 2021, the consolidated revenue from operations of the Company increased from ₹4,634.12 crore to ₹6,817.59 crore and consolidated net profit increased from ₹369.77 crore to ₹719.72 crore. The Board of Directors considers that continuation of Mr Roy as the Managing Director and CEO will be of benefit to the Company and accordingly the Board of Directors of the Company at its meeting held on 26th May, 2021 on recommendation of the Compensation and Nomination and Remuneration Committee at its meeting held on the same day, re-appointed Mr Roy as the Managing Director and CEO of the Company for a period of five years with effect from 1st July, 2022 up to 30th June, 2027 subject to the approval of the Members of the Company at the ensuing 97th Annual General Meeting scheduled to be held on Friday, 27th August, 2021. The terms and conditions proposed in the resolution set out at Item No.6 of the Notice are in line with the remuneration package that is necessary to encourage effective professional managers to function in important positions as that of the Managing Director and CEO. The resolution empowers the Board of Directors (which shall be deemed to include any Committee thereof including the Compensation and Nomination and Remuneration Committee) to finalize the remuneration payable to Mr Roy every year within the limit sanctioned by the Members.

Mr Roy satisfies all the conditions set out in Part-I of Schedule V to the Act as also conditions set out under sub-section (3) of Section 196 and is eligible to get re-appointed. He is not disqualified from being appointed as Director in terms of Section 164 of the Act.

The proposed resolution together with this explanatory statement may be treated as a written memorandum setting out the terms of appointment of Mr Roy under Section 190 of the Act. The draft Agreement proposed to be executed shall be made available for inspection by the Members through electronic mode. Members may write to the Company in this regard by mentioning 'Request for Inspection' in the subject of the e-mail.

The details required under Regulation 36(3) of the Listing Regulations and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, in respect of Director(s) seeking appointment/re-appointment at this AGM forms part of the Notice.

The Board of Directors recommend the resolution set out in Item No.6.

Mr Roy is interested in the resolution set out at Item No.6. No other Director/Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in respect of the said resolution.

## ITEM NO. 7

Mr Abhijit Roy [“Mr Roy” (DIN: 03439064)] aged 55 years is presently the Managing Director and Chief Executive Officer (CEO) of the Company. He is a Bachelor of Engineering (Mechanical) from Jadavpur University, Kolkata and holds post graduate diploma in Business Management from Indian Institute of Management, Bangalore and has been associated with the Company for the last twenty five years. Mr Roy has long and rich experience of 30 years. He was first appointed as an additional Director and Chief Operating Officer on 11th February, 2011 for a term of five years. Subsequently, he was appointed as the Managing Director of the Company, with effect from 1st July, 2012 for a term of five years. Thereafter, Mr Roy was reappointed as the Managing Director and CEO with effect from 1st July, 2017 for a term of 5 years in the Annual General Meeting held on 3rd August, 2016 on the terms and conditions as mentioned in the said resolution.

Mr Roy has provided able leadership to the Company as Managing Director and CEO. In almost nine years during his term as the Managing Director and CEO from 1st July, 2012 till date, the consolidated revenue from operations of the Company increased from ₹2,947.73 crore to ₹6,817.59 crore and the consolidated net profit increased from ₹180.04 crore to ₹719.72 crore. Further, despite the impact of COVID-19, due to his able leadership, the consolidated revenue from operations of the Company increased from ₹6,365.82 crore to ₹6,817.59 crore and the consolidated net profit increased from ₹656.10 crore to ₹719.72 crore during the financial year 2020-21.

In view of the performance of the Company since Mr Roy has taken over as Managing Director and Chief Executive Officer and especially during the last financial year, despite the entire country reeling under the effects of COVID-19 pandemic, at the recommendation of the Compensation and Nomination and Remuneration Committee and subject to approval of the shareholders at the next Annual General Meeting, the Board of Directors, at its meeting held on 5th November, 2020 granted an increment to Mr Roy as mentioned in the proposed resolution, which exceeds the approved limit of ₹400 lakhs. This needs partial modification of the resolution setting out the terms and conditions of reappointment of Mr Roy at the Annual General Meeting held on 3rd August, 2016.

Certified copies of the Resolution adopted by the Compensation and Nomination and Remuneration Committee at its meeting held on 4th November, 2020 and the Resolution adopted by the Board of Directors at its meeting held on 5th November, 2020 containing the detailed terms of Mr Roy’s revision in remuneration shall be available for inspection by the Members through electronic mode. Members may write to the Company in this regard in terms of Note 10 of the Notice convening the Annual General Meeting.

Approval of the Members is therefore sought towards increase of Mr Roy’s remuneration from ₹391.45 lakhs per annum to ₹417.69 crore per annum with effect from 1st July, 2020 with liberty to the Board of Directors, based on the recommendation of the Compensation and Nomination and Remuneration Committee to further revise the remuneration of Managing Director and CEO for the remaining term (i.e. 1st July, 2021 to 30th June, 2022) up to a maximum remuneration of ₹700 lakhs per annum provided that the remuneration shall be within the maximum limits laid down under Section 197, Schedule V and all other applicable provisions of the Act as amended from time to time.

The proposed increase is within the ceiling limit prescribed under Section 197 read with Schedule V of the Act and all other applicable provisions of the Act.



The proposed resolution together with this explanatory statement may be treated as a written memorandum setting out the terms of appointment of Mr Roy under Section 190 of the Act. The draft Agreement proposed to be executed in this regard shall be made available for inspection by the Members through electronic mode. Members may write to the Company in this regard by mentioning 'Request for Inspection' in the subject of the e-mail.

The details required under Regulation 36(3) of the Listing Regulations and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, in respect of Director(s) seeking appointment/re-appointment at this AGM forms part of the Notice.

Mr Roy is interested in resolution set out at Item No.7. None of the other Directors/Key Managerial Personnel of the Company/their relatives is, anyway, concerned or interested, financially or otherwise in the said resolution.

The Board recommends the resolution set forth in Item No.7 for approval of the Members.

#### **ITEM NO. 8**

The Board of Directors at its meeting held on 26th May, 2021 based on the recommendation of the Audit Committee, appointed M/s N Radhakrishnan & Co., Cost Accountants (Firm Registration No.000056), as Cost Auditors of the Company at a remuneration of ₹2,45,000/- (Rupees two lakhs forty five thousand only) plus applicable tax and other out-of-pocket expenses and M/s Shome and Banerjee, Cost Accountants (Firm Registration No.000001), as Cost Auditors at a remuneration of ₹1,20,000/- (Rupees one lakh twenty thousand only) plus applicable tax and other out-of-pocket expenses to audit the cost records of the products manufactured by the Company for the year ending on 31st March, 2022. M/s N. Radhakrishnan & Co., Cost Accountants will carry out cost audit of the Company's factories situated at a) Howrah b) Rishra c) Goa d) Puducherry e) Jejuri and f) Naltali. M/s Shome and Banerjee, Cost Accountants, will undertake cost audit of the Company's factory situated at Jammu and the factories of British Paints Division situated at a) Sikandrabad and b) Hindupur.

Pursuant to Section 148 of the Act read with the Rule 14 of the Companies (Audit and Auditors) Rules, 2014 (as amended), the remuneration payable to the Cost Auditors shall be approved by the Board of Directors and subsequently ratified by the Members of the Company. Accordingly, the remuneration payable to M/s N Radhakrishnan & Co., Cost Accountants and M/s Shome and Banerjee, Cost Accountants for the financial year ending on 31st March, 2022 as approved by the Board of Directors is being placed before the Members for ratification.

The Directors recommend adoption of the Resolution at Item No.8 for ratification by the Members.

No Director, Key Managerial Personnel or their relatives are concerned or interested, financially or otherwise, in respect of the said Resolution.

Place: Kolkata  
Dated: 26th May, 2021

By Order of the Board  
**Arunito Ganguly** (FCS-9285)  
Vice President & Company Secretary

**Details required under Section 102 of the Companies Act, 2013 in respect of Mr Kuldip Singh Dhingra, Mr Gurbachan Singh Dhingra and Mr Abhijit Roy, Directors of the Company, who are seeking re-appointment through this Notice, have already been provided under the heading Explanatory Statement annexed to this Notice. Other information in compliance with Regulation 36(3) of the Listing Regulations and SS-2 issued by the Institute of Company Secretaries of India (ICSI) have been provided in the table below:**

Particulars	Item Nos.3 and 5	Item No.4	Item No.6
Name of Director	Mr Kuldip Singh Dhingra [DIN: 00048406]	Mr Gurbachan Singh Dhingra [DIN: 00048465]	Mr Abhijit Roy [DIN: 03439064]
Category of Director	Non-Executive, Non-Independent Director	Non-Executive, Non-Independent Director	Executive Director
Date of Birth/Age	2nd September, 1947 (73 years)	9th April, 1950 (71 years)	12th July, 1965 (55 years)
Nationality	Indian	Indian	Indian
Date of First Appointment on the Board	17th July, 1991	14th May, 1993	11th February, 2011
Qualification	Science Graduate, Hindu College, Delhi University	Graduate, Punjab University	BE (Mechanical), Jadavpur University & Post Graduate Diploma in Management from IIM, Bangalore
Expertise in specific functional areas	Mr Kuldip Singh Dhingra is an industrialist and has over 50 years of experience in paint and related industries and his contribution to the paint industry is well known and internationally acclaimed. His rich experience and expertise is helpful for the organic and inorganic growth of the business.	Mr Gurbachan Singh Dhingra is an industrialist and has 51 years experience in the paint industry, especially in its technical aspects. He has practical experience in building and commissioning of many paint factories. His expertise is helpful for the business growth, its manufacturing and technical aspects.	Mr Abhijit Roy's career spans over a period of 30 years. He has vast experience in marketing and possesses rich experience of accomplishing sales, understanding of market and consumers, branding strategies and business promotion. He also possesses leadership experience in handling financial management and strategic planning with a vision of the future.
Terms and Conditions of re-appointment	Non-Executive Director, liable to retire by rotation	Non-Executive Director, liable to retire by rotation	Executive Director, not liable to retire by rotation. Appointment for a term of 5 (five) years commencing from 1st July, 2022 up to 30th June, 2027
Directorship held in other listed entities as on 31st March, 2021 (excluding this Company)	Nil	Nil	Nil
Chairman/Member of Committees of the Board of the listed entities on which he is a Director as on 31st March, 2021	Member of Compensation and Nomination and Remuneration Committee – Berger Paints India Limited Chairman of Corporate Social Responsibility Committee – Berger Paints India Limited	Member of Audit Committee – Berger Paints India Limited Chairman of Business Process & Risk Management Committee – Berger Paints India Limited Chairman of Stakeholders' Relationship & Investor Grievance Committee – Berger Paints India Limited	Chairman of Share Transfer Committee – Berger Paints India Limited Member of Stakeholders' Relationship & Investor Grievance Committee – Berger Paints India Limited Member of Business Process & Risk Management Committee – Berger Paints India Limited Member of Corporate Social Responsibility Committee – Berger Paints India Limited
Number of Board Meetings attended during the current financial year 2020-21 *	7	7	7
Shareholding in the Company	54,88,071 shares of ₹1/- each #	44,21,888 shares of ₹1/- each #	75,130 shares of ₹1/- each
Remuneration details (including Sitting Fees & Commission)	No sitting fees paid to Non-Wholetime Directors of the Company, since all the Non-Wholetime Directors waived the payment of sitting fee at the Board Meeting held on 5th August, 2019. The Directors of the Company, including Independent Directors, who are neither Managing Director nor Whole-time Directors, are entitled to receive Commission on Net Profits not exceeding 1% in aggregate of the Net Profits determined in accordance with the provisions of Section 198 of the Companies Act, 2013 subject to a limit of ₹1 crore per annum and approved by the shareholders at the Annual General Meeting held on 4th August, 2017. The details of last drawn remuneration of Directors is provided in the Corporate Governance Report which forms a part of the Annual Report.		
Interse relationship between Directors, Managers and other Key Managerial Personnel	Brother of Mr G.S. Dhingra, Vice Chairman, father of Ms Rishma Kaur, Executive Director and brother of the father of Mr Kanwardip Singh Dhingra, Executive Director	Brother of Mr K.S. Dhingra, Chairman, father of Mr Kanwardip Singh Dhingra, Executive Director and brother of the father of Ms Rishma Kaur, Executive Director	Not Applicable
None of the above Directors are disqualified and/or debarred by virtue of any order passed by the SEBI, MCA, any Court or any such other Statutory Authority, to be appointed/re-appointed/ continue as a Director in any Company.			
# Does not include shares held by Mr Kuldip Singh Dhingra and Mr Gurbachan Singh Dhingra as Settlor Trustees of KSD Family Trust and GBS Dhingra Family Trust respectively.			
* All Board Meetings for the financial year 2020-21 were conducted through Video Conferencing.			

Place: Kolkata  
Dated: 26th May, 2021

By Order of the Board  
**Arunito Ganguly** (FCS-9285)  
Vice President & Company Secretary

## REPORT OF THE DIRECTORS AND MANAGEMENT DISCUSSION AND ANALYSIS

Your Directors have pleasure in presenting the Annual Report of the Company, together with the audited accounts for the financial year ended on 31st March, 2021.

### FINANCIAL RESULTS

(₹ in Crore)

Particulars	Financial Year			
	Standalone		Consolidated	
	2020-2021	2019-2020	2020-2021	2019-2020
Profit before Exceptional Items, Depreciation, Finance Cost and Tax	1152.72	1108.62	1239.47	1129.51
Add: Exceptional Item	(14.80)	-	-	-
Add: Share of Profit/Loss from Joint Ventures	-	-	(5.61)	(8.30)
Less:				
Depreciation and Amortisation Expense	186.12	170.52	211.14	191.01
Finance Cost	33.22	32.68	44.10	47.04
Profit Before Tax	918.58	905.42	978.62	883.16
Less:				
Provision for Taxation	237.80	206.37	258.90	227.06
Profit After Taxation	680.78	699.05	719.72	656.10
Add:				
Other comprehensive income/(loss) for the year net of tax	0.01	(6.52)	12.53	(19.00)
Total comprehensive income	680.79	692.53	732.25	637.10

### FINANCIAL PERFORMANCE

#### Highlights of the Standalone Results:

- Revenue from Operations for the year ended 31st March, 2021 was ₹6,021.41 crore as against ₹5,691.69 crore in the corresponding last financial year, representing an increase of 5.8% over the last financial year.
- EBIDTA (excluding other income and exceptional item) for the year ended 31st March, 2021 was ₹1,096.95 crore as against ₹957.80 crore in the corresponding last financial year, representing an increase of 14.5% over the last financial year.
- Net Profit for the financial year ended 31st March, 2021 was ₹680.78 crore as against ₹699.05 crore recorded in the previous financial year. The net profit for the quarter ended 31st March, 2021 included ₹3.92 crore as other income from dividend as against ₹100.09 crore in the previous financial year and hence the figures for both the financial years are not comparable.

#### Highlights of the Consolidated Results:

- Revenue from Operations for the year ended 31st March, 2021 was ₹6,817.59 crore as against ₹6,365.82 crore in the corresponding last financial year, representing an increase of 7.1% over the last financial year.
- EBIDTA (excluding other income) for the year ended 31st March, 2021 was ₹1,187.98 crore as against ₹1,060.99 crore in the corresponding last financial year, representing an increase of 12% over the last financial year.
- Net Profit for the year ended 31st March, 2021 was ₹719.72 crore as against ₹656.10 crore in the corresponding last financial year, representing an increase of 9.7% over the last financial year.

The Board of Directors have recommended a dividend of ₹2.80 (280%) per equity share of ₹1/- each fully paid up for the financial year ended 31st March, 2021. Dividend is subject to approval of the shareholders.



## MANAGEMENT DISCUSSION AND ANALYSIS

### INDUSTRY STRUCTURE AND DEVELOPMENT

Just about a year ago when the World Health Organisation (WHO) declared Covid-19 a pandemic and various countries imposed strict lock-downs, a deep despondency and risk psychosis became pervasive. Since then, lives have been lost, surviving life has been disrupted and lifestyles have been fundamentally altered.

While the pandemic was sudden and devastatingly swift, the policy response was unprecedented and expansive in its reach. Governments and Central Banks across the globe fashioned measures in the form of additional public expenditure, foregone revenues, capital injections and facilitating additional avenues of lending adding upto US\$16 trillion or 15.3% of world GDP. Economies across the world fell off a virtual cliff in the second quarter of 2020, plunging to depths of contraction not fathomed before, but in the second half of the year a robust recovery materialised, relatively faster than anticipated.

In India, a calibrated policy stimulus began with direct assistance in cash and kind to the economically distressed and progressively broadened into a comprehensive package to provide support to the various sectors of the economy in 2021. It cumulated to 15.7% of GDP including liquidity and other measures taken by the Reserve Bank of India. In the first wave, the pandemic fury was at its height in Quarter 1 (2020-21). The Indian economy contracted 24.4% year on year, the deepest downturn amongst the G20 countries. In Quarter 2, however, the contraction started to ease reflecting vigorous efforts to revive the economy with gradual relaxation of mobility restrictions, monetary and liquidity easing and fiscal support. By Quarter 3 (Financial Year 2020-21) India had pulled out from a technical recession. The cumulative effect of supply disruptions, the health crisis, an unparalleled interstate movement of migrant labour and a hostile global environment took a heavy toll on the Indian economy but could not suppress the indomitable spirit of entrepreneurship of Indians. A cyclical slowdown had preceded the pandemic, causing a sequential deceleration in the real GDP growth rates since 2017-18, which subsequently slumped into contraction under the onslaught of corona virus.

### INDIAN PAINT INDUSTRY

The Private Financial Consumption Expenditure (PFCE) contracted by 9% in 2020-21 reflecting an impact of stringent nationwide lock-downs and social distancing norms coupled with heightened uncertainty as a result of transitory and permanent job losses. The construction activity remained subdued during the first half of 2020-21. Apart from being affected by the pandemic, construction was throttled by a nationwide lock-down, followed by intermittent lock-downs and restrictions, migration of workers from urban construction sites, a large inventory overhang coupled with stressed liquidity conditions in the early part of the pandemic. This was also reflected in bellwether indicators, steel consumption and cement production. Infusion of liquidity helped arrest the deterioration and housing and construction activity rebounded in the later half of the financial year with a revival in sales primarily due to favourable interest rates, steep discounts by developers to liquidate inventory and reduction in stamp duty by a few states. The industrial and services sector contracted by 8.6% and 7.6% respectively on account of the pandemic. Brent crude oil price went up during the year with the same clocking at US\$ 65.41 per barrel in March 2021. Inflation remained elevated having tested the upper tolerance level during June to November, 2020. The position was further aggregated by large scale disruption in the global supply chain with shipping line capacities and container availability posing a major challenge.

However, the GDP in Quarter 4 grew by 1.6%. The equity markets became more buoyant with Sensex staging a V-shaped recovery and rising over 91% by end March 2021 from the lows of March 2020 backed by a strong corporate performance in Quarter 2 and

Quarter 3 of 2020-21. The paint industry also contributed significantly after having a weak first quarter in financial year 2020-21 though the overall economic conditions were depressed during the financial year 2020-21.

In recent times, growth in India's paint sector has been an outlier in the overall domestic space and in the face of the global crisis it once again proved its mettle. The Industry has been witnessing a gradual shift in terms of consumer preferences from traditional whitewash to better quality premium products. It is also attracting healthy competitive environment, where players are applying different strategies to tap growing demand in the market space. This has resulted in India's paint industry being a 500 billion industry with decorative paint category constituting almost 75 percent of market share. Urbanisation and nuclearization of families, value migration, shortening of re-painting cycle over the last decade, growing demand from smaller towns and rural areas, housing for all/affordable housing projects, spending on large scale infrastructure projects, innovation, up-gradation and growth in premium segment and availability and new initiatives by paint companies have been the key drivers to this growth.

## COMPANY'S OPERATIONS

Berger's primary differentiator is its ability to innovate in products, services and processes with focus on digitisation and a consumer friendly approach. These, together with smart team-work, planning and perseverance by the team members resulted in a robust growth in both revenue and EBIDTA during the year, further strengthening its position in the paint industry.

The Company was continuously in touch with its customers for identifying new opportunities and suitably adjusting targets. The Company was ready once the demands bounced back post lock-down and resources were reallocated. There was all round recovery in premium, mid-range and economy segments, based on geographies and this needed swift adjustment of supplies.

The Company ensured significant increase in footprints across the customer network throughout the country. The Company extended and ensured full support to the network by enhancing service levels which resulted in creation of goodwill in the influencer network. In spite of the Covid-19 pandemic throwing up lot of uncertainties and restrictions all over, the Company declared that no manpower rationalisation would be carried out and if possible suitable increments will be awarded. These measures kept employees focused on opportunities rather than getting worried about jobs and increments. Further, the Company honoured all job offers made to prospective employees. Online transfer of funds to painters within fifteen days of commencement of the lock-down, prompt clearance of dealer credit notes helped the Company to bounce back when the situation improved.

The Company repositioned 'Silk Breathe Easy' as "Sirf Glamorous Nahin Caring Bhi" owing to its dual benefits of aesthetics and protection. The product endorsed by Kareena Kapoor Khan whose brand personality of being a 'glamorous diva and a caring mother' perfectly complemented the brand's positioning. Silk Breathe Easy, the Luxury Interior Emulsion proved effective in restricting the spread of the virus through surface contact. The product, rigorously tested and certified from approved and accredited laboratories, became the basis of a new campaign launched for Silk on the dual benefits of Glamour & Protection. Berger 'Silk Glamour', 'Silk Glow', 'Silk Hi Glow' also provide a complete range of luxury products with a wide variety of choice for the consumers at the market place. In order to help the consumers to explore all shades, Silk Breathe Easy Look Book and the Silk shade card has been introduced recently which adds to the premium feel of this luxury interior emulsion brand.

Berger Easy Clean Luxury Interior Emulsion maintained its leadership position in its chosen category communicating the key brand promise of cleanability — "No Daag No Dhabba, Only Beautiful Walls".

The Company's popular consumer home-painting service, Express Painting™ became Safe Express Painting with the slogan "Faster-Cleaner-Safer" service with a safety upgrade and a contactless service availed of through a consumer friendly mobile app. Consumers

can now book a service, view body temperature of painters, get digital estimates, quotes and colour previews, get free home delivery of sanitized paints, avail of a trained painter team in full safety gear carrying out daily disinfection and post-painting clean up – all at market prices. The Safer Express Painting service got a warm welcome from consumers and was a contributory factor in our recovery from effects of the pandemic induced lock-down.

In order to overcome the difficulties posed on the consumers by the pandemic, the Company launched its “iPaint” range of ‘Do It Yourself (DIY)’ products which includes self-painting kit, basic repair kit, enamel kit, glow in the dark kit, wall stencil kit and aerosol spray kit. This can be purchased from popular online market places as well as the new e-com site of the Company for sale of its products.

The rebound also saw the advent of the exterior wall coatings segment and the water proofing segment. The Company launched campaigns featuring the renowned actor Mr Akshay Kumar, to support these segments. The “Looong Life” campaign on brand WeatherCoat Longlife exemplifies the high durability of the product up to 10 years and the campaign on ‘HomeShield’ – “No Gyaan only Vigyaan” showcases the provision of a scientific solution using a moisture meter. In the exterior emulsion category, the Company re-affirmed its position in the premium segment with WeatherCoat Anti Dustt Emulsion having its unique dust guard technology.

Targeting the economy range, Bison Lite Interior Emulsion and Walmasta Lite Exterior Emulsion have been popular choices specially in the rural markets.

As a first step towards our fight against the Covid-19 pandemic, the Company focussed on launching a range of hand sanitizers during its severe shortage in the country followed by a full range of cleaners and disinfectants under the umbrella brand “Breathe Easy+”.

The Wood Coating segment with its array of products viz., Woodkeeper 1K PU for interiors and exteriors, Woodkeeper Melamine 24 Carat for exteriors, Woodkeeper Rainbow Premium 4:1 PU for interiors has done decent business during the year under review.

The Company’s protective coatings division maintained its leadership in India and diversified to newer segments like internationally certified potable water coatings and water based asphaltic paint for pipe coatings which has been successfully applied on water pipe fittings supplied to international customers. The introduction of polyurethane concrete and temporary moisture barrier coating in the floor coating range gained immediate momentum on launch and strengthened the Company’s position in the floor coating market. Bergerthane antimicrobial finish was promoted with its special feature of cleaners with solvents that are used as disinfectants to sterilise the surfaces for use over properly primed surface to makeshift partition sheets for isolation wards, railway coach interiors, hospitals and industrial installations where microbiologically induced corrosion resistance is the primary service condition. The Division has started training and certification of protective coating painters on online mode in collaboration with a reputed institute and extended apprenticeship programme. The training includes modules on safety and use of PPE.

Wide range of accessories were launched during the financial year 2020-21 ranging from paint brushes, masking tape, wet and dry sheets for wall and wood sanding, to name a few.

In spite of subdued demands in the automotive market, the Company continued to engage with major OEM customers. The Company made inroads in the Helmet, Measuring Tape, Toto/e-Rickshaw combines with its innovative range of products. The Powder Coating business of the Company maintained a decent EBITDA level.



Management of inventory which was in transit all across India at the time of announcement of the lock-down posed a challenge. With deployment of a core team to monitor and liaison with all depots and factories, the in-transit materials were unloaded as early as possible. Each transit was tracked and local teams were mobilised for this purpose, within the lock-down, keeping the authorities informed. With the supply chain disrupted due to the Covid-19 pandemic, right from demand mix to availability of raw material and packaging material, supply chain digitisation and automation were implemented speedily. Digital Warehouse Management Systems (WMS), installed in many of the factories and important warehouses, went a long way in ensuring that these disruptions did not affect the business.

The Research and Development (R&D) activity of the Company has been effectively supporting the business and is responsible for the Company's robust growth. It not only provides support to its existing businesses but contribute to profitability by innovating constantly to retain competitive advantage as well as focus on customer requirement and satisfaction. There has been a constant endeavour on the part of R&D to offer products with health and hygiene benefits having anti-bacterial and anti-viral properties coupled with focus on green products with low VOC and extended service life with warranty. R&D contributed significantly with lean formulations whilst maintaining the quality of the product.

The manufacturing focus of the Company was on energy efficiency improvement, manpower optimisation and related Environmental, Social and Governance (ESG) initiatives, On Time in Full (OTIF) complaint operations, overall equipment effectiveness as well as maintaining strict Covid protocols during the Financial Year 2020-21. All these resulted in a growth in production despite the restrictions. There has been considerable savings on account of power and fuel cost compared to the previous financial year. There has been overall EHS improvements in all the factories. The manufacturing facilities have won various awards during the year including the prestigious award from Honda India Power Products Limited for its Covid care initiatives and adherence to Covid protocols.

The subsidiaries and joint ventures also contributed significantly to the overall growth of the Company with state-of-the-art manufacturing facilities, innovation and wide range of products, market penetration and economies of scale.

## **FOCUS AND OUTLOOK FOR 2021-22**

COVID 19 pandemic created an unprecedented crisis in the history of mankind, creating huge disruptions around the world. It also set up an opportunity for change wherein quick adaptability was crucial to ensure business continuity and value creation for stakeholders. The need of the hour was to think differently against all odds, despite all obstacles. Riding on its strengths, the Company's progress remained unabated even during these trying times, resulting in substantial growth over the previous financial year due to assiduous planning and relentless efforts among its ranks.

An early roll out of vaccination drive across major economies, including India during the last quarter of 2020-21 worked as a positive and confidence building measure throughout the world. Unpredictable behaviour of the virus though has left us embattling new waves of infections and the mutant strains of COVID 19 has once again introduced a pessimistic twist to the global and domestic outlook for all industries.

At the time of writing, the country is staring at huge case-loads of COVID 19 infections. There has been a quick acceleration in the vaccination drive in India and efforts are underway on a war footing to make good the gaps in medical supplies, raw materials and hospital infrastructure. However, in this uncertain scenario, the Company's power lies in the quality of its products, the vast repository of experience and knowledge among its employees and stakeholders who participate in the business, the confidence in

the entire supply chain and the trust that it has generated over the years among the customers and the painting community. There has been strict adherence to pandemic protocols, enabling normalization of work processes even during stressed periods. The structure of the Company has been reinforced to make it sufficiently nimble to quickly adapt to the prevailing situation. The Company's response to the pandemic challenges has been fast and timely and that has helped the Company to tide over the difficult times and achieve a sterling performance during F.Y. 2020-21. The Company's operations cover the entire coatings and waterproofing industries, solutions as well as a slew of innovative products in the home hygiene segment. The Company believes that as and when the infection rate of the second wave of pandemic falls, the country will bounce back to daily normal life abiding by the pandemic protocols and safety measures coupled with accelerated vaccination drives which will lead to a surge in demand that will include home painting, infrastructure, waterproofing, industrial equipment and white goods segment among others.

The pandemic has been a huge lesson for us as regards maintaining health and hygiene and being vigilant about cleanliness at home and at the workplace. Regular painting of houses and apartments has been a part of tradition also to protect the inhabitants from microbes, insects and vermin. In the recent past, there has been a growth in interest in beautification and aesthetics. In the industrial and infrastructural space, there has been a surge in demand for anti-carbonation coatings, insulation floor coatings and other water proofing solutions.

The demand for general industrial, automotive and powder coatings is recovering and the Company with its innovative range of products is catering to the requirements of this sector and working closely with established OEM brands.

With its constant focus on cost cutting, digitization drive, planning and innovation coupled with effective marketing strategies supported by quality products and a strong manufacturing and distribution network, the Company caters to the needs of the domestic, infrastructure and industry requirements.

## **PROJECTS:**

During the year under review, the Company successfully enhanced the automotive, industrial, protective coatings and resin capacity of its Jejuri plant. The plant is expected to commence commercial production of expanded capacities of automotive, industrial and shortly, upon receipt of all required clearances.

Installation of water and solvent based decorative, industrial and protective coatings, resin, putty, emulsion and construction chemical manufacturing facilities at Sandila Industrial Area, Hardoi, Lucknow (Uttar Pradesh) is expected to be commissioned in 2022, in spite of the disruptions caused due to the COVID-19 pandemic, subject to receipt of required consents and approvals. The integrated paint and intermediate manufacturing project at Sandila is being set up over a land area ad-measuring 35.91 acres at an investment of ₹800 crore (approx.).

The Company also acquired a piece of land measuring 22 acres at Panagarh, Paschim Bardhaman District, West Bengal from the West Bengal Industrial Development Corporation Limited (WBIDC) for the purpose of setting-up of another manufacturing facility in the State of West Bengal focussed on construction chemicals, putty, tile adhesives etc.

The Puducherry plant was renovated and the renovated facilities were commissioned in October 2020.

There were various other initiatives across the Company including setting up of admixture manufacturing facilities at Rishra, Jejuri and Hindupur, installation of roof top solar power plants at various factories, facilities for reduction of specific power consumption, further extension of bio-briquette fired thermic fluid heater at plants, etc.

## OPPORTUNITIES AND THREATS:

The financial year 2020-21 has seen uncertainties and complexities which were never seen before, owing to the COVID 19 pandemic creating disruptions all over. Though the situation remains complicated, the paint industry essentially affords potential for growth in view of pent up demand, safe painting solutions, development of rural markets with growth in sales of related non-premium range of products like putty and distempers and various new product launches, aided by a gradual shift from unorganized to organized players led by better consumer awareness.

The various legislations enacted by the Government, liquidity support to the MSME sector along with the head room for per capita paint consumption per kg in India is expected to boost the paint and coatings industry. Increased focus on home improvement, stress on keeping the family members safe from infections indicate opportunity for the paint and coating industry. The push on the part of the Government towards infrastructure growth, combined with the differentiated product offerings, waterproofing, construction chemicals, wood coatings and home hygiene products definitely provide an edge even during difficult times. The overall thrust on housing for all/affordable housing measures by the Government has aided fresh painting demand and will aid repainting demand in future.

With the threat caused due to the COVID 19 pandemic still looming large with sudden spikes in infection resulting in sporadic lock-downs adding to the anxiety and pressure of the world at large, the scenario still remains somewhat uncertain. Lock-down restrictions, supply chain disruptions, employee health and wellness are major factors which will have an impact during the financial year 2021-22. With the entry of new competitors, displacement of migrant workers, hardening of raw material prices including Brent crude oil derivatives and the emerging world economic and trade scenario, there are severe challenges but so far the Company has overcome these with dexterity. The increasing trend of working from home post COVID 19 exposes the organization to data loss/data thefts, domain-based threats and hacktivism. The Company is taking best possible measures to guard itself from such risks.

To sum up, it can be said that beyond the uncertainties, with proper and intricate planning and execution coupled with technological support, human resources, products services and market presence, the Company is well positioned to take advantage of the additional demand both from domestic and industrial consumers. The Indian coating industry is expected to attract the attention of new investors and is well poised to take the benefit of the favourable demand swing while following the COVID 19 protocols in the near future.

## RISKS AND CONCERNS:

The Company has a Risk Management and Materiality Policy approved by the Business Process and Risk Management Committee, Audit Committee and the Board of Directors. The Policy provides a well-articulated framework for identification of risks inherent in the business operations of the Company, and the methods of mitigation in a lucid manner on a continuous basis which are periodically reviewed and modified considering the size and the complexity of the business and the regulatory requirements from time to time. The Risk Management Policy has been renamed as Risk Management and Materiality Policy which can be viewed at the following <https://www.bergerpaints.com/about-us/risk-management-policy.html>.

Considering the huge uncertainties prevailing in the market arising out of the vagaries caused by the COVID 19 pandemic, the major economies around the world are passing through difficult times where many questions remain unanswered till date. There continues to be a concern with the waves of the pandemic taking toll on people's lives and livelihood and resulting in sporadic lock-downs and varied restrictions on economic activities.



Fortunately, the Company with its core values, ethics, meticulous business planning, adaptability to change, customer centric approach accompanied with its wide array of products and presence across all business verticals have been able to achieve growth even during these difficult times. The focus has all along been innovation, differentiated quality products, engaging with dealers, distributors and other customers, stabilizing the business processes, ensuring safety of consumers and well-being of the painter community at large.

While the major economies across the world are still battling with COVID, there are uncertainties and surprises in the areas of demand, supply of raw materials including stiffening of raw material prices, supply chain disruptions, foreign exchange rate fluctuations and subdued markets carrying the fear of infection. The flexibility in decision making and thought process holds the key to success in this 'New Normal' era. The Company continues to monitor the situation, setting newer targets and business goals keeping in mind the oddity of the present business horizon.

Rising oil prices, production cutbacks of international raw material suppliers, force majeure in some geographies, uncertainty in global vessel movement and supply-demand parity led to unprecedented increase in raw material prices and freight charges in the third and fourth quarters of the year under review. There has been significant inflation in crude derivatives as well as critical raw materials like titanium dioxide and monomers. While a part of these needs to be passed on, the Company always counters these through efficient sourcing and innovations in formulation. Any moderation in prices will have a positive effect on the margins.

## INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Internal Control Systems of the Company are robust and commensurate with the nature, size and complexity of its business. Well-designed internal financial control measures as laid down and adopted continue to be followed by the Company. Policies and procedures, as approved by the Board have been adopted by the Management of the Company for ensuring orderly and efficient conduct of its business, including adherence to Company's policies, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of accounting records and timely preparation of reliable financial information. Good governance, well defined systems and processes and policies, risk assessment, a vigilant control function, communication and monitoring and an independent internal audit function are the foundation of the internal control systems. The Internal Audit function of the Company continues to provide assurance on functioning and quality of internal controls along with adequacy and effectiveness through periodic reporting. Internal Risk and Control function also evaluates organizational risk along with controls required for mitigating those risks. The control activities continue to incorporate, among others, continuous monitoring, routine reporting, digital business environment with minimum possible manual intervention, checks and balances, purchase policies, authorization and delegation procedures, audits including compliance audits, which are periodically reviewed by the Audit Committee and the Business Process and Risk Management Committee. The performance of the Internal Audit department is also reviewed by the Board and improvements advised. Your Company has a Code of Conduct for all employees and a clearly articulated and internalized delegation of financial authority. Your Company also takes prompt action on any violations of the Code of Conduct by its employees.

The Company's Enterprise Resource Management Systems with Standard Operating Procedures based on work flows and process flow charts also provide a comfort in this regard. The Company is fully geared to implement any statutory recommendation which may be made in this regard.

### Key Financial Ratios

Ratios	Standalone		Consolidated	
	FY 2020-2021	FY 2019-2020	FY 2020-2021	FY 2019-2020
Debtors Turnover	8.62	10.05	7.86	9.19
Inventory Turnover (on material cost of goods sold)	2.58	2.91	2.67	2.97
Interest Coverage Ratio	29.10	28.71	23.19	19.77
Current Ratio	1.69	1.49	1.71	1.52
Debt Equity Ratio*	0.05	0.08	0.11	0.20
Operating Profit Margin %	19.14	19.48	18.10	17.61
Net Profit Margin	11.31	12.28	10.56	10.31
Return on Net Worth (RONW)	23.06	28.08	23.84	25.71

\* **Note:** There was a 37.5% change in the Company's standalone debt equity ratio as well as 45% change in Company's consolidated debt equity ratio on account of the lock-down and liquidity crunch in the latter half of March 2020 when the borrowings had gone up. However, as liquidity improved in the latter half of FY 2020-21, substantial amount of working capital loans and some term loans were repaid.

### **ADEQUACY OF INTERNAL FINANCIAL CONTROLS RELATED TO FINANCIAL STATEMENTS**

The Company has policies and procedures for ensuring orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of accounting records and the timely preparation of reliable financial disclosures, which are reviewed by the Board and Audit Committee from time to time.

### **EMPLOYEE STOCK OPTION SCHEME**

Your Company had earlier re-introduced the ESOP Scheme, aligned with the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 in the year 2016 in accordance with the approval of the members granted at the Annual General Meeting held on 3rd August, 2016, to reward eligible employees.

In accordance with the aforesaid scheme of 2016, the Compensation and Nomination and Remuneration Committee has granted 78,074 options on 14th January, 2021 to 197 eligible employees (including 1,486 to Mr Abhijit Roy, being Key Managerial Personnel) and further granted 2,574 options on 10th February, 2021 to 9 eligible employees and also allotted 75,257 equity shares of ₹1 each (face value) to eligible employees (including Key Managerial Personnel as per details below) upon exercise of their options earlier granted to them. The allotment of the aforesaid shares were made on 28th December, 2020.

In accordance with Rule 12 of the Companies (Share Capital and Debenture) Rules, 2014, the Company had allotted shares to Key Managerial Personnel (KMPs) on 28th December, 2020, on their exercising the options earlier granted to them and the details of the allotments made are given herein-

NAME OF KMPs	DESIGNATION	NO. OF EQUITY SHARES ALLOTTED
MR ABHIJIT ROY	MANAGING DIRECTOR & CEO	1,926 shares
MR SRIJIT DASGUPTA	DIRECTOR-FINANCE & CFO	1,482 shares

For further details, please refer to **Annexure II** to this report where detailed information required to be disclosed in terms of the provisions of the SEBI (Share Based Employee Benefits) Regulations, 2014 are enclosed.

Please also visit the weblink: <https://www.bergerpaints.com/investors/esop-disclosure.html> for disclosures under Regulation 14 of the aforesaid Regulations.

## HUMAN RESOURCES

The employees and Human Resources team at Berger Paints India Limited had to go through the unique and unprecedented COVID situation that the entire world is going through this year. For many organisations, this has created enormous amount of disruptions. However, the Berger Paints India team has been trying to overcome this situation with a strong internal bonding, continuous communication and focussing on opportunities that will help grow the business.

As the pandemic hit us, we have ensured that we honour all the offers that were made, continue paying salaries to our employees and deploy our talent in upcountry locations which had growth potential. There were stringent COVID related safety protocols placed in our factories, offices and depots which helped us to commence manufacturing as well as sales operations as soon as the lock-down restrictions were relaxed. The strong adherence by all our employees has ensured continuity throughout the pandemic with many of our manufacturing locations clocking all time high production levels.

While the Berger India team has leveraged digital tools to engage seamlessly throughout, the Human Resources along with the Finance team has taken this opportunity to embark upon digitizing the HR, Payroll and Travel processes on a single platform. The digitization will help improve efficiencies, bring in better control and provide a better user experience of HR processes and systems for our employees. The team is committed to develop employee capability through specific initiative for mid-management and senior management so that the talent pipeline does not run dry, keeping in mind the business growth now and going forward. The business has looked at new areas for growth such as Home Hygiene, Construction Chemicals and Admixtures, which have been fully resourced by the Talent acquisition team.

The number of employees as on 31st March, 2021 was 3,814 (31st March, 2020 – 3,600). The Industrial Relations were generally satisfactory during the financial year.

As we look back, we would like to thank all employees for their support and commitment throughout the year, which has been distinct than other years in the recent past.

## TRANSFER OF SHARES TO THE INVESTOR EDUCATION AND PROTECTION FUND

The Ministry of Corporate Affairs (MCA) vide notification no. S.O.2866 (E) dated 5th September, 2017 enforced Sections 124(6) and 125 of the Companies Act, 2013 (hereinafter "the Act") read with the Investor Education and Protection Fund [IEPF] (Accounting, Audit, Transfer and Refund) Rules, 2016 (as amended), which require companies to transfer the underlying shares to the IEPF, in



respect of which the dividends have remained unclaimed for a consecutive period of seven years. Accordingly, during the year under review, on 2nd December, 2020 the Company had transferred 2,34,791 equity shares (0.02% of paid up capital) to the IEPF.

### PREVENTION OF SEXUAL HARASSMENT

Your Company had framed a policy on Prevention of Sexual Harassment of Women at workplace pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 which commits to provide a workplace that is free from all forms of discrimination, including sexual harassment. The Policy can be viewed at the following weblink: [www.bergerpaints.com/about-us/sexual-harassment-policy.html](http://www.bergerpaints.com/about-us/sexual-harassment-policy.html).

Pursuant to Section 134(3)(q) read with the Companies (Accounts) Rules, 2014, the Company has complied with the provisions relating to constitution of Internal Complaint Committee (ICC) under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. As per the Policy, any complaint received shall be forwarded to an Internal Complaint Committee (“ICC”) formed under the Policy for redressal. The investigation shall be carried out by ICC constituted for this purpose. From the date of inception, there has been no such complaint received.

Currently, the ICC comprises the following members:-

1. Ms Rishma Kaur (Presiding Officer)
2. Mr Srijit Dasgupta
3. Mr Aniruddha Sen
4. Ms Kakoli Dey (NGO representative)

### SUBSIDIARY AND JOINT VENTURES

Your Company has the following 5 wholly-owned subsidiaries as on the date of this report: - (i) Beepee Coatings Private Limited (“Beepee Coatings”) in Gujarat; (ii) Berger Paints (Cyprus) Limited (“Berger Cyprus”) in Cyprus; (iii) Lusako Trading Limited (“Lusako Trading”) in Cyprus; (iv) Berger Jenson & Nicholson (Nepal) Private Limited in Nepal (“BJN”) and (v) SBL Specialty Coatings Private Limited (“SCPL”) in Chandigarh.

The following companies are wholly-owned subsidiaries of the Company’s above named subsidiaries: - (i) Bolix S.A., Poland – wholly-owned subsidiary of Lusako Trading; (ii) Berger Paints Overseas Limited (“BPOL”), Russia - wholly-owned subsidiary of Berger Cyprus. Bolix S.A., Poland has 4 subsidiaries, viz.: Bolix UKRAINE sp.z.o.o., Ukraine (“Bolix Ukraine”), BUILD-TRADE sp.z.o.o., Poland (“Build Trade Poland”), Soltherm External Insulations Limited, U.K. (“Soltherm U.K.”), Soltherm Isolations Thermique Exterieur SAS, France (“Soltherm France”).

Surefire Management Services Ltd., UK (“SMS”), is a joint venture of Bolix S.A., Poland with Green Dynamo Ltd., U.K. Details in respect of SMS are provided in Part B of AOC-1 forming a part of the Financial Statements.

The Company has three other subsidiaries viz., Berger Rock Paints Private Limited (the other shareholder being Rock Paints, Japan), Berger Hesse Wood Coatings Private Limited (the other shareholder being Hesse Shares GmbH, Germany) and STP Ltd. The statement relating to the above companies as specified in Sub-Section (3) of Section 129 of the Companies Act, 2013 is attached to the Report and Accounts of the Company.

Beepee Coatings Private Limited earned a revenue from operations of ₹24.72 crore during the year under review.

Berger Paints (Cyprus) Limited (“Berger Cyprus”) is a special purpose vehicle for the purpose of making investments in your Company’s interests abroad and so is Lusako Trading Limited.

Bolix S.A.(including its subsidiaries) also posted encouraging results with a revenue from operations of ₹310.42 crore.

During the year under review, BJNI-Nepal showed good performance with a revenue from operations of ₹183.63 crore.

SBL Specialty Coatings Private Limited (earlier known as Saboo Coatings Private Limited) continued to perform well with a revenue from operations of ₹106.31 crore during the year 2020-2021.

The revenue from operations of Berger Paints Overseas Limited ("BPOL") was ₹8.20 crore.

Berger Rock Paints Private Limited ("Berger Rock"), recorded revenue from operations of ₹10.87 crore during the year ended 31st March, 2021.

Berger Hesse Wood Coatings Private Limited ("BHWCP") (earlier known as Saboo Hesse Wood Coatings Private Limited) recorded revenue from operations of ₹10.35 crore during the year ended 31st March, 2021.

STP Limited recorded revenue from operation of ₹193.42 crore during the year ended 31st March, 2021.

Berger Becker Coatings Private Limited, the Company's joint venture with Becker Industriefarg, Sweden, showed good performance with revenue from operations of ₹220.15 crore.

Berger Nippon Paint Automotive Coatings Private Limited ("BNPA"), the Company's joint venture with NPAU, Japan posted revenue from operations of ₹137.85 crore. Its performance will improve once the overall automotive business picks up.

The salient features of the financial statements of subsidiaries, associate companies and joint ventures are given in the Statement in Form AOC-1 forming a part of the financial statement attached to this Directors' Report and pursuant to first proviso to Sub-section (3) of Section 129 of the Act read with Rule 5 of the Companies (Accounts) Rules, 2014.

Pursuant to Regulation 16(1)(c) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter "Listing Regulations"), a material subsidiary in a year shall be a subsidiary whose income or net worth exceeds 10% of the consolidated income or net worth respectively of the Company and its subsidiaries, in the immediately preceding accounting year. At present, there is no such material subsidiary of the Company within the meaning of the above Regulation.

## CONSOLIDATED FINANCIAL STATEMENTS

The duly audited Consolidated Financial Statements as required under the Indian Accounting Standard 110, provisions of Regulation 33 of the Listing Regulations and Section 136 of the Act have been prepared after considering the audited financial statements of your Company's subsidiaries and appear in the Annual Report of the Company for the year 2020-21.

## CORPORATE GOVERNANCE

Your Company re-affirms its commitment to the standards of corporate governance. This Annual Report carries a Section on Corporate Governance and benchmarks your Company with the relevant provisions of the Listing Regulations.

Pursuant to the Listing Regulations, as amended, a certificate obtained from a Practising Company Secretary certifying that the Directors of the Company are not debarred or disqualified from being appointed or to continue as directors of the companies by the Securities and Exchange Board of India/Ministry of Corporate Affairs, forms part of the report as **Annexure B** to the Corporate Governance Report.

In terms of Section 204 of the Act read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (as amended), your Board at its meeting held on 23rd June, 2020 appointed Messrs Anjan Kumar Roy & Co., Company

Secretaries (FCS-5684/CP No.4557) as the Secretarial Auditor to conduct audit of the secretarial records for the financial year ended 31st March, 2021 and to submit the Secretarial Audit Report.

The Secretarial Audit Report as received from Messrs Anjan Kumar Roy & Co., Company Secretaries in the prescribed Form No. MR-3 is annexed to this Board's Report and marked as **Annexure V**. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark. An Annual Secretarial Compliance report as per Securities and Exchange Board of India circular dated 8th February, 2019 is also attached as **Annexure VI** as an additional disclosure.

### COMPLIANCE WITH THE SECRETARIAL STANDARDS ON BOARD AND GENERAL MEETINGS

During the year under review, the Company has duly complied with the applicable provisions of the Secretarial Standards on meetings of the Board of Directors (SS-1) and General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI). In this regard, the Company has devised proper systems to ensure compliance of SS-1 and SS-2 and that such systems are adequate and operating effectively.

### TECHNOLOGY AGREEMENTS

Your Company has a Technical License Agreement with Nippon Paint Automotive Coatings Co, Ltd. of Japan.

### FIXED DEPOSIT

The Company had earlier discontinued acceptance of fixed deposits since 2002 and accordingly, no fresh deposit was accepted during the year. As per the provisions of Section 125 of the Act, all unclaimed deposits have been transferred to Investor Education and Protection Fund (IEPF).

### WEBLINK OF ANNUAL RETURN

Pursuant to Ministry of Corporate Affairs (MCA) Notification No. GSR 538 (E) dated 28th August, 2020, a Company shall not be required to attach the extract of the Annual Return with the Board's Report in Form No. MGT-9 in case the web link of such Annual Return has been disclosed in the Board's Report in accordance with Companies (Amendment) Act, 2017.

Accordingly, the draft Annual Return (e-form MGT-7) for the financial year ended 31st March, 2021 is placed on the website of the Company i.e. <https://www.bergerpaints.com/investors/annual-returns.html> which is in compliance with the Companies (Amendment) Act, 2017, effective from 28th August, 2020. The e-form MGT-7 shall be filed with the MCA upon the completion of the 97th Annual General Meeting of the Company as required under Section 92 of the Companies Act, 2013 and the Rules made thereunder and a copy of the same shall be furnished on the website of the Company.

### BUSINESS RESPONSIBILITY REPORT

SEBI had made it mandatory to publish a Business Responsibility Report by the top 1000 listed companies based on market capitalization in their Annual Report in terms of Regulation 34(2)(f) of the Listing Regulations with the stock exchanges. The Company accordingly complied with the requirement and had framed a Business Responsibility Policy in line with the suggested framework as provided by SEBI based on the National Voluntary Guidelines on Social, Environmental and Economic Responsibilities of Businesses published by the Ministry of Corporate Affairs. The said Policy was adopted at the Board Meeting held on 30th May, 2017 and can be viewed at <https://www.bergerpaints.com/about-us/business-responsibility-policy.html>. Mr Abhijit Roy, Managing Director and CEO is the Director responsible for implementing the Business Responsibility Policy and Mr Arunito Ganguly, Vice President and Company Secretary is the Business Responsibility Head. As required, the BRR for 2020-21 is attached to this report as **Annexure VIII**.

## **DIRECTORS' RESPONSIBILITY STATEMENT**

Your Directors wish to inform that the Audited Accounts containing Financial Statements for the financial year ended 31st March, 2021 are in full conformity with the requirements of the Act. They believe that the Financial Statements reflect fairly, the form and substance of transactions carried out during the year and reasonably present your Company's financial condition and results of operations.

Your Directors further confirm that:

- i) The applicable accounting standards have been followed and wherever required, proper explanations relating to material departures have been given,
- ii) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for that period,
- iii) Proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities,
- iv) The Accounts have been prepared on a going concern basis,
- v) The Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and operating effectively,
- vi) The Directors have devised proper systems to ensure proper compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

## **POLICY ON APPOINTMENT AND REMUNERATION OF DIRECTORS, KEY MANAGERIAL PERSONNEL AND OTHER EMPLOYEES**

The Company has formulated a Remuneration Policy pursuant to the provisions of Section 178 and other applicable provisions of the Act and Rules thereof. The policy is based on the guiding principle aimed towards retaining and rewarding performers. There has been no change in the said policy during the financial year ended 31st March, 2021.

The Policy is available at the following weblink: [www.bergerpaints.com/about-us/remuneration-policy.html](http://www.bergerpaints.com/about-us/remuneration-policy.html).

## **QUALIFICATION OR RESERVATIONS IN THE STATUTORY/SECRETARIAL AUDIT REPORTS**

Your Board has the pleasure in confirming that no qualification, reservation, adverse remark or disclaimer has been made by the Statutory Auditors and the Company Secretary in Practice in their Audit Reports issued to the members of the Company. The Statutory Auditors of the Company have not reported any fraud in terms of the second proviso to Section 143 (12) of the Act.

## **SHARE CAPITAL**

The Authorised Share Capital of your Company as on 31st March, 2021 stood at ₹120,00,00,000 divided into 120,00,00,000 equity shares of ₹1/- each. The Issued Share Capital of your Company is ₹97,13,86,517 divided into 97,13,86,517 equity shares of ₹1/- each and the subscribed and paid-up capital is ₹97,12,95,037 divided into 97,12,95,037 equity shares of ₹1/- each fully paid-up.



## CREDIT RATING

During the year under review, CRISIL Limited has reaffirmed the credit rating of the Company's Bank Loan Facilities as CRISIL AAA (Long Term Rating) and CRISIL A1+ (Short Term Rating). CARE Ratings Ltd, during the year under review, has reaffirmed the credit rating of the Company's Commercial Paper instrument as CARE A1+.

## LOANS, COMMITMENTS AND CONTINGENCIES, INVESTMENTS

Particulars of loans given, investments made, guarantees given and securities provided, if any, along with the purpose for which the loan or guarantee or security is proposed to be utilised by the recipient are provided in the standalone financial statements (please refer Notes 6,7,12 and 45 of the standalone financial statements).

## RELATED PARTY TRANSACTIONS

The Company has always been committed to good corporate governance practices, including in matters relating to Related Party Transactions (RPTs). Endeavour is consistently made to have only arm's length transactions with all parties including Related Parties. The Board of Directors of the Company had adopted the Related Party Transaction Policy regarding materiality of related party transactions and also on dealings with Related Parties in terms of Regulation 23 of the Listing Regulations and Section 188 of the Act. The policy is available at the following weblink: <https://www.bergerpaints.com/about-us/rpt-policy.html>.

Pursuant to the amended Listing Regulations, a policy on materiality of related party transactions and on dealing with related party transactions has to include clear threshold limit duly approved by the Board and such policy has to be reviewed by the Board once in every three years and updated accordingly. Accordingly, the Board had amended and adopted a new policy and the said policy had been uploaded on the website of the Company at <https://www.bergerpaints.com/about-us/rpt-policy.html>.

All related party transactions have been carried out at arms' length basis in the ordinary course of business. There is no material related party transaction i.e. transaction exceeding 10% of the annual consolidated turnover as per the last audited financial statements of the Company or a transaction involving payments made to a related party with respect to brand usage or royalty, which exceed 5% of the annual consolidated turnover of the Company as per last audited financial statements of the Company, entered during the year by your Company and accordingly, the disclosure of Related Party Transaction as required under Section 134(3)(h) of the Act in Form AOC-2 is not applicable.

## POLICY TO DETERMINE MATERIAL EVENTS

As per the Listing Regulations, the Company has framed a policy for determination of materiality, based on criteria specified in the regulations. The Policy is available at the following web link: <https://www.bergerpaints.com/about-us/policy-determine-material-events.html>.

## POLICY FOR PRESERVATION OF DOCUMENTS

As per Regulation 9 of Listing Regulations, the Company has framed a policy for Preservation of Documents, based on criteria specified in the said Regulations. The Policy is available at the following web link: <https://www.bergerpaints.com/about-us/policy-preservation-documents.html>.

## SIGNIFICANT CHANGES

During the financial year 2020-21, no significant change has taken place which could have an impact over the financial position of the Company. Further, except those disclosed in this Annual Report, there are no material changes and commitments affecting the financial position of the Company between the end of the financial year i.e., 31st March, 2021 and the date of this Report.

## DIVIDEND

The total comprehensive income of the Company is ₹680.79 crore for the year 2020-21.

Your Directors have recommended a dividend of ₹2.80 (280%) per equity share of ₹1/- each for the financial year ended 31st March, 2021. Dividend is subject to approval of the shareholders at the ensuing Annual General Meeting. The dividend, if approved, will absorb an amount of ₹271.96 crore (compared to ₹251.20 crore in the previous year), based on the current paid-up capital of the Company. The dividend will be paid to those members holding shares in the physical mode whose names appear in the Register of Members as on 27th August, 2021 and for shares held in electronic form, to those whose names appear in the list of beneficial holders furnished by respective Depositories as at the end of business hours on 20th August, 2021.

The Company has not transferred any amount to the General Reserve during the financial year ended 31st March, 2021.

In accordance with Regulation 43A of the Listing Regulations, the Company has formulated a Dividend Distribution Policy. The Dividend Distribution Policy is annexed to this Report (marked as **Annexure I**). The Policy is available at the following weblink: <https://www.bergerpaints.com/about-us/dividend-distribution-policy.html>.

In terms of the provisions of Section 124 of the Act, your Company has transferred an amount of ₹56,79,061 (Final) to the Investor Education and Protection Fund, in respect of dividend amounts lying unclaimed or unpaid for more than seven years from the date they became due, i.e., for the year ended 31st March, 2013.

Pursuant to the provisions of the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, the Company has filed the necessary form and uploaded the details of unclaimed amounts lying with the Company, as on 31st March, 2013.

Pursuant to the changes introduced by the Finance Act, 2020 in the Income-tax, Act 1961, the dividend paid or distributed by a Company shall be taxable in the hands of the shareholders. Accordingly, in compliance with the said provisions, your Company shall make the payment after necessary deduction of tax at source.

## Conservation of Energy & Technology Absorption

Information pursuant to Section 134(3)(m) of the Act read with the Companies (Accounts) Rules, 2014 (as amended), is annexed as **Annexure VII** of this report.

## Foreign Exchange Earnings and Outgo

Foreign Exchange Earnings and Outgo of the Company are ₹7.41 crore and ₹672.17 crore respectively. Primarily, earnings were from exports and consultancy services and outgo was towards import payments.

## Particulars of Employees

In terms of the provisions of Section 197(12) read with Rule 5(2) and 5(3) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 particulars of certain category of employees have been set out in **Annexure IV** of this report.

## STATEMENT OF EVALUATION OF BOARD OF DIRECTORS AND COMMITTEES THEREOF

Your Company understands the requirements of an effective Board Evaluation process and accordingly conducts the Performance Evaluation every year in respect of the following:

- i. Board of Directors as a whole.
- ii. Committees of the Board of Directors.
- iii. Individual Directors including the Chairman of the Board of Directors.

In compliance with the requirements of the provisions of Section 178 of the Act, the Listing Regulations and the Guidance Note on Board Evaluation issued by SEBI in January 2017, your Company has carried out a Performance Evaluation process internally for the Board/Committees of the Board/Individual Directors including the Chairman of the Board of Directors for the financial year ended 31st March, 2021. During the year under review, the Company has complied with all the criteria of Evaluation as envisaged in the SEBI Circular on 'Guidance Note on Board Evaluation'.

The key objectives of conducting the Board Evaluation process were to ensure that the Board and various Committees of the Board have appropriate composition of Directors and they have been functioning collectively to achieve common business goals of your Company. Similarly, the key objective of conducting performance evaluation of the Directors through individual assessment and peer assessment was to ascertain if the Directors actively participate in the Board/Committee Meetings and contribute to achieve the common business goals of the Company.

The Directors carry out the aforesaid Performance Evaluation in a confidential manner and provide their feedback on a rating scale of 1 - 5. Duly completed formats were sent to the Chairman of the Board and the Chairman/Chairperson of the respective Committees of the Board for their consideration. The Performance Evaluation feedback of the Chairman was sent to the Chairman of the Compensation and Nomination and Remuneration Committee.

This year also, the outcome of such Performance Evaluation exercise was discussed at a separate meeting of the Independent Directors held on 8th February, 2021 and was later tabled at the Compensation and Nomination and Remuneration Committee meeting held on the same day. The Compensation and Nomination and Remuneration Committee forwarded their recommendation based on such Performance Evaluation Process to the Board of Directors and the same was tabled at the Board Meeting held on 9th February, 2021.

After completion of internal evaluation process, the Board of Directors at its Meeting held on 9th February, 2021, also discussed the Performance Evaluation of the Board, its Committees and individual directors. The performance evaluation of Independent Directors of the Company were done by the entire Board of Directors, excluding the Independent Directors being evaluated and after being satisfied with the outcome, it was noted that the Committees were working effectively.

Pursuant to Section 178(3) of the Act and Regulation 19 of the Listing Regulations, the Remuneration Committee is entrusted with responsibility of formulating criteria for determining qualifications, positive attributes and independence of an Independent Director. This can be viewed at <https://www.bergerpaints.com/about-us/criteria-policy.html>.

## SIGNIFICANT AND MATERIAL ORDER PASSED BY REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND OPERATIONS OF THE COMPANY

Pursuant to Section 134(3)(q) of the Act read with Companies (Accounts) Rules, 2014, it is stated that no material order has been passed by any regulator, court or tribunal impacting the Company's operations and its going concern status during the financial year 2020-21.

No application has been made under the Insolvency and Bankruptcy Code, 2016 against the Company; hence the requirement to disclose the details are not applicable. The requirement to disclose the details of difference between amount of the valuation done at the time of one time settlement and the valuation done while taking loan from the Banks or Financial Institutions along with the reasons thereof, is not applicable.

## BOARD OF DIRECTORS, BOARD MEETINGS AND KEY MANAGERIAL PERSONNEL

Your Company's Board is duly constituted and in compliance with the requirements of the Act, the Listing Regulations and provisions of the Articles of Association of the Company. Your Board has been constituted with requisite diversity, wisdom, expertise and experience commensurate to the scale of operations of your Company.

### COMPOSITION OF BOARD

The Board comprises 10 Directors of which, 3 are Executive Directors (2 of whom are part of the promoter group), 2 are Non-Executive (both are part of the promoter group) and 5 are Non-Executive, Independent Directors. The composition of the Board is in conformity with Regulation 17 of the Listing Regulations read with Section 149 of the Act.

### MEETINGS

During the year under review, a total of seven Meetings of the Board of Directors of the Company were held, i.e., on 24th April, 2020, 23rd June, 2020, 14th August, 2020, 7th October, 2020, 5th November, 2020, 18th December, 2020 and 9th February, 2021. Also, the Board of Directors have passed 5 (five) Resolutions by Circulation. Details of Board composition and Board Meetings held during the financial year 2020-2021 have been provided in the Corporate Governance Report – **Annexure IX** which forms part of this Annual Report.

### CHANGES IN BOARD COMPOSITION

Details of Directors' appointment/reappointment and change in board composition during the financial year under review are as follows:

Sr No.	Name of Director	Designation & Category	Reason and date of appointment/reappointment/retirement/resignation
1.	Mr Kuldip Singh Dhingra (DIN:00048406)	Non-Executive, Chairman/ Promoter (Non-Independent)	Mr Kuldip Singh Dhingra, Non-Executive Chairman, Non-Independent Director of the Company retired by rotation and was re-appointed pursuant to Section 152(6) of the Act at the 96th Annual General Meeting held on 25th September, 2020.
2.	Mr Gurbachan Singh Dhingra (DIN: 00048465)	Non-Executive, Vice Chairman/ Promoter (Non-Independent)	Mr Gurbachan Singh Dhingra, Non-Executive Vice Chairman, Non-Independent Director of the Company retired by rotation and was re-appointed pursuant to Section 152(6) of the Act at the 96th Annual General Meeting held on 25th September, 2020.
3	Dr Anoop Kumar Mittal (DIN: 05177010)	Non-Executive (Independent Director)	Dr Anoop Kumar Mittal was appointed as a Non-Executive, Independent Director for a period of five consecutive years with effect from 19th March, 2020 as per Section 149 and 160 of the Act with effect from 19th March, 2020, pursuant to shareholders' resolution passed at the 96th Annual General Meeting held on 25th September, 2020.



Details of Directors seeking appointment/reappointment at the ensuing AGM are as follows:

Sr No.	Name of Director	Designation & Category	Reason and date of appointment/reappointment/retirement/resignation
1.	Mr Kuldip Singh Dhingra (DIN: 00048406)	Non-Executive, Chairman/ Promoter (Non-Independent)	Mr Kuldip Singh Dhingra, Chairman – Non Executive, Non-Independent Director of the Company is due to retire by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment pursuant to Section 152(6) of the Act .  Pursuant to Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and the applicable provisions of the Companies Act, 2013 and the relevant Rules framed thereunder (including any statutory modification(s) / amendment(s) / re-enactment(s) thereto), approval of the Members will be sought for according approval towards the continuation of directorship of Mr Kuldip Singh Dhingra as a Non-executive, Non-independent Director of the Company, liable to retire by rotation after attaining the age of 75 years on 2nd September, 2022.
2.	Mr Gurbachan Singh Dhingra (DIN: 00048465)	Non-Executive, Chairman/ Promoter (Non-Independent)	Mr Gurbachan Singh Dhingra, Vice Chairman – Non Executive, Non-Independent Director of the Company is due to retire by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment pursuant to Section 152(6) of the Act.
3.	Mr Abhijit Roy (DIN: 03439064)	Managing Director & CEO	Reappointment as Managing Director and CEO for a further period of 5 years w.e.f 1st July, 2022 pursuant to Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and Schedule V thereto and the Rules made thereunder and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, including any amendment(s) / statutory modification(s)/ re-enactment(s) for the time being in force and the Articles of Association of the Company.

### KEY MANAGERIAL PERSONNEL

Mr Abhijit Roy (DIN: 03439064), Managing Director & CEO and Mr Srijit Dasgupta, Director – Finance and Chief Financial Officer and Mr Arunito Ganguly, Vice President and Company Secretary are the Key Managerial Personnel (KMP) of the Company.

### STATEMENT OF DECLARATION BY INDEPENDENT DIRECTORS

The following are the Independent Directors of your Company as on 31st March, 2021:-

- 1) Mrs Sonu Halan Bhasin
- 2) Mr Anoop Hoon
- 3) Mr Naresh Gujral
- 4) Dr Anoop Kumar Mittal
- 5) Mr Pulak Chandan Prasad.

The Company has received declarations from Independent Directors that they meet the criteria of independence as prescribed u/s 149(6) of the Act and as required under the Listing Regulations. In the opinion of the Board, they fulfil the condition for appointment/re-appointment as Independent Directors on the Board.

The Board of Directors confirms that the Independent Directors have affirmed compliance with the Code for Independent Directors as prescribed in Schedule IV to the Act and also with the Company's Code of Conduct applicable to all the Board Members and Senior Management Personnel of the Company for the financial year ended on 31st March, 2021.

#### **STATEMENT REGARDING OPINION OF THE BOARD WITH REGARD TO INTEGRITY, EXPERTISE AND EXPERIENCE (INCLUDING THE PROFICIENCY) OF THE INDEPENDENT DIRECTORS APPOINTED DURING THE YEAR**

In the opinion of the Board, the Independent Directors possess the attributes of integrity, expertise and experience as required to be disclosed under Rule 8(5)(iia) of the Companies (Accounts) Rules, 2014 (as amended).

All the Independent Directors of the Company have registered themselves with the Indian Institute of Corporate Affairs (IICA) as was notified and required under Section 150(1) of the Act.

#### **COMMITTEES OF THE BOARD**

##### **A. AUDIT COMMITTEE**

The Board of Directors of your Company has duly constituted an Audit Committee in compliance with the provisions of Section 177 of the Act, the Rules framed thereunder read with Regulation 18 of the Listing Regulations. The composition of the Audit Committee has been disclosed in the Corporate Governance Report which forms part of the Board's Report (**Annexure IX**). The terms of reference of the Audit Committee has been duly approved by the Board of Directors.

##### **VIGIL MECHANISM/WHISTLE BLOWER POLICY**

In terms of the provisions of Section 177 of the Act and the Rules framed therein read with Regulation 22 of the Listing Regulations, your Company has a vigil mechanism/whistle blower in place for directors and employees of the Company through which genuine concern regarding various issues relating to inappropriate functioning of the organization can be raised. The Vigil Mechanism/ Whistle Blower Policy has been uploaded in the website of the Company at <https://www.bergerpaints.com/about-us/whistleblower-policy.html>.

##### **B. CORPORATE SOCIAL RESPONSIBILITY COMMITTEE**

Your Company has spent an amount of ₹15.61 crore during the financial year 2020-2021 as against its 2% obligation amounting to ₹15.49 crore, thereby exceeding its entire CSR obligation. The required details as specified in Companies CSR Policy Rules, 2014 are given in **Annexure III**.

The Ministry of Corporate Affairs has vide notification dated 22nd January, 2021 number G.S.R.40(E) advised corporates to realign their CSR activities. The Company has accordingly adopted a CSR Policy pursuant to the recommendations made by the CSR Committee and approved and duly adopted by the Board of Directors at its meeting held on 26th May, 2021. The amended policy can be visited at <https://www.bergerpaints.com/about-us/csr-policy.html>. The composition of the CSR Committee and a brief outline of the CSR Policy is annexed to this report (**Annexure III**).

Due to sudden surge of infections in the wake of the second wave of the COVID 19 pandemic, the Company as a responsible corporate citizen donated two medical oxygen generation systems as a part of its CSR obligation during May, 2021.

##### **C. COMPENSATION AND NOMINATION AND REMUNERATION COMMITTEE**

The constitution of the Company's Compensation and Nomination and Remuneration Committee is given in the Report on Corporate Governance – **Annexure IX**.

#### D. SHAREHOLDERS' COMMITTEES

The constitution of the Company's Shareholders' Committee is given in the Report on Corporate Governance – **Annexure IX**.

#### E. BUSINESS PROCESS AND RISK MANAGEMENT COMMITTEE

The constitution of the Company's Business Process and Risk Management Committee is given in the Report on Corporate Governance – **Annexure IX**.

#### Structure of the Board of Directors

Name of Directors	Non-Executive	Executive	Independent	Lady
Mr Kuldip Singh Dhingra	Y	N	N	N
Mr Gurbachan Singh Dhingra	Y	N	N	N
Mr Abhijit Roy	N	Y	N	N
Ms Rishma Kaur	N	Y	N	Y
Mr Kanwardip Singh Dhingra	N	Y	N	N
Mr Naresh Gujral	Y	N	Y	N
Mr Pulak Chandan Prasad	Y	N	Y	N
Mr Anoop Hoon	Y	N	Y	N
Mrs Sonu Halan Bhasin	Y	N	Y	Y
Dr Anoop Kumar Mittal	Y	N	Y	N

#### FAMILIARIZATION PROGRAMME OF INDEPENDENT DIRECTORS

The Company believes that the best training is imparted when dealing with actual roles and responsibilities on the job. To this extent, the Company arranges detailed presentation by Business and Functional Heads on various aspects including the business environment, economy, performance of the Company, industry scenario, sales and marketing, production, raw materials, research and development, financial controls, the Company's strategy, etc. Visits to factories, business units are also undertaken from time to time. Details of Familiarization Programmes imparted during the year under review has been uploaded on the Company's website and is available at the following weblink: <https://www.bergerpaints.com/about-us/familiarization-program.html>.

#### INFORMATION AS TO REMUNERATION OF DIRECTORS AND EMPLOYEES

Pursuant to Section 197 of the Act read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (as amended), the following disclosures are made:

1) Ratio of remuneration of Directors/KMP to the median remuneration of the employees:

Name of Directors/KMPs	Remuneration Received (₹)	Ratio as to that of the Median Employee	Percentage increase in Remuneration
Mr Kuldip Singh Dhingra	15,00,000	2.65:1	(16.66)
Mr Gurbachan Singh Dhingra	8,35,000	1.48:1	(16.50)
Mr Abhijit Roy	4,17,69,439 *	73.83:1	6.70
Mr Kanwardip Singh Dhingra	52,07,257	9.20:1	3.15
Ms Rishma Kaur	52,02,796	9.20:1	3.72

Name of Directors/KMPs	Remuneration Received (₹)	Ratio as to that of the Median Employee	Percentage increase in Remuneration
Mr Pulak Chandan Prasad	-	-	-
Mr Naresh Gujral	6,00,000	1.06:1	(16.67)
Mr Anoop Hoon	6,00,000	1.06:1	(16.67)
Mrs Sonu Halan Bhasin	6,00,000	1.06:1	(16.67)
Dr Anoop Kumar Mittal @	6,00,000	1.06:1	-
Mr Srijit Dasgupta	1,73,87,609 *	30.73:1	5.33
Mr Arunito Ganguly #	45,97,914	8.13:1	-

\* Remuneration does not include value of ESOP's granted.

@ Appointed as a Director wef 19th March, 2020.

# Appointed as Vice President and Company Secretary wef 1st April, 2020.

**Note** – The median employee remuneration for 2020-2021 is: ₹5,65,776 p.a.

- Percentage (%) increase in remuneration during the financial year 2020-2021: Please see (1) above.
- Percentage (%) increase in the median remuneration of employees during the financial year 2020-2021: 0.16%
- Number of permanent employees on the rolls of the Company as on 31st March, 2021: 3,814
- Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration –The average percentile increase in salaries of employees was 6.97% as compared to an average percentile increase of 6.03% of managerial remuneration. The increase of managerial remuneration is based on growth criteria.
- Pursuant to the requirement of Section 197(14) of the Act, the following disclosure is made in respect to remuneration received by the Whole time Directors:

Particulars of Directors	Nature of Transaction	Amount (₹)
Ms Rishma Kaur, Executive Director and also a Director in U.K. Paints India Private Limited (Holding Company)	Consultancy fees received from U.K. Paints India Private Limited for consultancy rendered to U.K. Paints India Private Limited	33 Lakh
Mr Kanwardip Singh Dhingra, Executive Director and also a Director in U.K. Paints India Private Limited (Holding Company)	Consultancy fees received from U.K. Paints India Private Limited for consultancy rendered to U.K. Paints India Private Limited	33 Lakh

## Affirmation

It is hereby affirmed by the Chairman of the Company that the remuneration paid to all the employees, Directors and Key Managerial Personnel of the Company during the Financial Year 2020-21 are as per the Remuneration Policy framed by the Compensation and Nomination and Remuneration Committee of the Company.

## LISTING WITH STOCK EXCHANGES

Your Company is listed with National Stock Exchange of India Limited, BSE Limited and The Calcutta Stock Exchange Limited and has paid the listing fees to each of the Exchanges. Your Company's short term debt instruments (Commercial Papers) were listed with



National Stock Exchange of India Limited as was required vide - SEBI Circular SEBI/HO/DDHS/DDHS/CIR/P/2019/115 dated 22nd October, 2019 w.e.f 24th December, 2019. The addresses of these Stock Exchanges and other information for shareholders are given in this Annual Report.

### **COST AUDITORS**

The Board of Directors at its Meeting held on 23rd June, 2020 re-appointed M/s N. Radhakrishnan & Co. (Firm Registration No. 000056), 11A, Dover Lane, Flat B1/34, Kolkata - 700029, for conducting audit of the cost records maintained under Section 148(1) of the Act for the Company's factories situated at Howrah, Rishra, Goa, Puducherry, Jejuri and Naltali and the factories of British Paints division located at Hindupur and Nalbari for the financial year 2020-2021. M/s Shome & Banerjee (Firm Registration No. 000001), 2nd Floor, 5A Narulla Doctor Lane, West Range, Kolkata - 700017, have been entrusted with the responsibility of conducting cost audit of the cost records maintained under Section 148(1) of the Act for the Company's factory situated at Jammu and the factories of British Paints division located at Jammu, Sikandrabad and Surajpur for the financial year 2020-21.

The cost audit reports for the financial year 2019-20 were filed on 15th December, 2020 on receipt of advice from the Ministry of Company Affairs as to the formats and enabling gateways.

### **STATUTORY AUDITORS**

The Statutory Auditor, Messrs. S. R. Batliboi & Co. LLP, Chartered Accountants, (ICAI Firm Registration No. 301003E/E300005) was re-appointed pursuant to the provisions of Sections 139, 142 of the Act and the Rules made thereunder from the conclusion of the 96th Annual General Meeting upto the conclusion of the 101st Annual General Meeting of the Company at the Annual General Meeting held on 25th September, 2020. Accordingly they would continue as the Statutory Auditor for the Financial Year 2021-22.

### **CAUTIONARY STATEMENT**

There are certain statements which have been made in the Management Discussion and Analysis Report describing the estimates, expectations or predictions which may be read as "forward-looking statement" within the meaning of applicable laws and regulations. The actual results may differ materially from those expressed or implied. The important factors that would make difference to the Company's operations include demand/supply conditions, raw material prices, changes in government policies, government laws, tax regimes, global economic developments and other factors such as pandemic situation, litigations and labour negotiations.

### **APPRECIATION**

Your Directors place on record their deep appreciation of the assistance and guidance provided by the Central Government and the Governments of the States of India, its suppliers, technology providers and all other stakeholders. Your Directors thank the financial institutions and banks associated with your Company for their support as well. Your Directors also thank the Company's dealers and its customers for their unstinted commitment and valuable inputs.

Your Directors acknowledge the support received from you as shareholders of the Company.

On behalf of the Board of Directors

**Kuldip Singh Dhingra**

Chairman

(DIN: 00048406)

Place: Kolkata

Dated: 26th May, 2021

## **DIVIDEND DISTRIBUTION POLICY**

### **Background and applicability**

The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) require the top 1000 listed companies to disclose a Dividend Distribution Policy.

This document, adopted by the Board of Directors of Berger Paints India Limited, lays down the Dividend Distribution Policy ("the Policy") of the Company.

The Policy is subject to review as and when considered appropriate by the Board.

### **Dividend Distribution Philosophy**

The Company believes in long term value creation for its shareholders while maintaining the desired liquidity and leverage ratios and protecting the interest of all the stakeholders including customers, debtors, suppliers, employees and the Government. Accordingly, the focus will continue to be on sustainable returns in terms of dividend, in consonance with the dynamics of business environment.

### **Dividend**

Dividend represents the profit of the Company, which is distributed to shareholders in proportion to the amount paid-up on shares they hold. Dividend includes Interim Dividend.

### **Circumstances under which shareholders can expect Dividend**

The Board will assess the Company's financial requirements, including its growth opportunities and other pertinent factors for the purpose of considering dividend. The dividend for any financial year shall ordinarily be paid out of the Company profits for that year in terms of the provisions of the Companies Act, 2013 ("the Act").

If circumstances require, the Board may also declare dividend out of accumulated profits of any previous financial year(s) in accordance with provisions of the Act and Regulations, as applicable.

### **Interim and Final Dividend**

The Board may declare one or more Interim Dividends and recommend Final Dividend for the approval of the shareholders at the Annual General Meeting.

### **Financial parameters and other internal and external factors to be considered for declaration of dividend**

- Distributable surplus available as per the Act and Regulations
- The Company's liquidity position and future cash flow needs
- Track record of Dividends distributed by the Company
- Pay-out ratios of comparable companies
- Prevailing taxation policy and legal requirements with respect to Dividend distribution

- Capital expenditure requirements
- Stipulations/Covenants of loan agreements, if any
- Macro-economic and business conditions in general
- Any other relevant factor that the Board may deem fit to consider

#### **Utilization of retained earnings**

Subject to applicable Regulations, the Company's retained earnings may be applied for:

- Organic growth needs including working capital, capital expenditure, repayment of debt, etc.
- Inorganic growth needs such as acquisition of businesses, establishment of joint ventures, etc.
- Buyback of shares subject to applicable limits
- Payment of Dividend in future years
- Issue of Bonus shares
- Any other permissible purpose

#### **Circumstances under which the shareholders may not expect dividend**

In line with the Dividend Distribution Philosophy, there may be certain circumstances under which the shareholders may not expect dividend, including:

- The Company has sufficient avenues to generate significantly higher returns on surplus than what a common shareholder can generate himself
- In case of utilization of retained earnings as mentioned in this Policy
- The Company has incurred losses or there is inadequacy of profits.

#### **Modification of the Policy**

The Board may modify this policy from time to time at its discretion or in line with any amendment made in the Act or applicable Regulations.

#### **Disclaimer**

This document does not solicit investments in the Company's securities. Nor is it an assurance of guaranteed returns (in any form), for investments in the Company's equity shares.

## Annexure II

### DISCLOSURES WITH RESPECT TO EMPLOYEES STOCK OPTION PLAN/SCHEME PURSUANT TO REGULATION 14 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SHARE BASED EMPLOYEE BENEFITS) REGULATIONS, 2014 AS ON 31ST MARCH, 2021:

There was no material change in the ESOP Scheme. The ESOP Scheme is in compliance with the Regulations.

**A) Relevant disclosures in terms of Indian Accounting Standard (Ind AS -102) under Section 133 of the Companies Act, 2013 read with The Companies (Indian Accounting Standards) Rules, 2015.**

Members may refer to Note no. 43 contained in the Notes to Financial Statements forming part of Annual Financial Statements for the Financial Year ended on 31st March, 2021.

**B) Diluted EPS on issue of shares pursuant to all the schemes covered under the Regulations shall be disclosed in accordance with 'Ind AS-33' – Earnings per Share under Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015.**

Diluted EPS before and after exceptional/extraordinary items for the year ended 31st March, 2021 is ₹7.01.

**C) Details related to Employee Stock Option Plan/Scheme (ESOP/ESOS) of the Company:**

i) Description of each ESOP that existed at any time during the year, including the general terms and conditions of each ESOP, including:

Particulars	Employee Stock Option Plan, 2016
a) Date of shareholders' approval	3rd August, 2016
b) Total number of options approved under ESOP	3,46,78,470
c) Vesting Requirements	Options shall vest over a period of 3 years from the date of grant of options as under: a) 33% on first anniversary of Grant Date b) 33% on second anniversary of Grant Date and c) 34% on third anniversary of Grant Date rounded up to whole numbers.
d) Exercise price/Pricing formula	₹ 1/-
e) Maximum term of options granted	10 years
f) Source of shares (primary, secondary or combination)	Primary
g) Variation in terms of options	None during the year

ii) Method used to account for ESOP (Intrinsic or Fair value) - Fair value

iii) Where the Company opts for expensing of the options using the intrinsic value of the options, the difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognised if it had used the fair value of the options shall be disclosed. The impact of this difference on profits and on EPS of the Company shall also be disclosed.

Since the Company opts for expensing of the options using fair value, so the Company is not required to disclose impact of any difference arising due to intrinsic value and the fair value on profits and on EPS of the Company.

iv) Option Movement during the year (For each ESOP/ESOS):

Particulars	Employee Stock Option Plan, 2016		
	Grant II	Grant III	Grant IV
No. of options outstanding at the beginning of the period	47,968	92,138	-
No. of options granted during the year	-	-	80,648
No. of options forfeited/lapsed during the year	2,640	3,478	1,620



Particulars	Employee Stock Option Plan, 2016		
	Grant II	Grant III	Grant IV
No. of options vested during the year	45,328	30,059*	-
No. of options exercised during the year	45,328	29,929	-
No. of shares arising as a result of exercise of options	45,328	29,929	-
Money realised by exercise of options (INR), if scheme is implemented directly by the Company	45,328	29,929	-
Loan repaid by the Trust during the year from exercise price received	N.A.	N.A.	N.A.
No. of options outstanding at the end of the year	-	58,729#	79,028
No. of options exercisable at the end of the year	-	130	-
v) a) Weighted average exercise prices	₹ 1	₹ 1	₹ 1
b) Weighted average fair values	₹762.90	₹759.31	₹757.05

\* excluding 45 options of total 135 employees, each having fraction as 0.33 of an option in Tranche I which will be carry forwarded in subsequent tranches [i.e. Tranches (ii) and (iii)] of Grant III.

# also includes 130 options of Tranche I, pending to be exercised in next financial year.

vi) Employee wise details of options granted to:-

a) Senior managerial personnel- During the financial year 2020-21 following Options were granted to Senior Management Personnel.

Name	Designation	No. of options granted in F.Y 2020-21	Exercise price per option (₹)
Mr Abhijit Roy	Managing Director & CEO	1,486	1

b) Any other employee who receives a grant in any one year of option amounting to 5% or more of options granted during that year None

c) Employees who were granted options, during any one year, equal to or exceeding 1% of the issued capital (excluding outstanding warrants and conversions) of the Company at the time of grant None

vii) A description of the method and significant assumptions used during the year to estimate the fair value of options including the following information:

a) Weighted average values of share price, exercise price, expected volatility, expected option life, expected dividends, risk free interest rate and any other inputs to the model;

Serial no.	Particulars	2020-2021
i.	Weighted average risk-free interest rate	6.18%
ii.	Weighted average expected life of options	2.91 years
iii.	Weighted average expected volatility	21.75%
iv.	Weighted average expected dividends over the life of the option	₹8.14 per option
v.	Weighted average share price	₹765.00
vi.	Weighted average exercise price	₹1 per share

b) Method used and assumptions made to incorporate effects of expected early exercise: Black-Scholes Options Pricing Model.

c) How expected volatility was determined, including explanation of the extent to which expected volatility was based on historical volatility;  
 Expected volatility is based on the historical volatility of the Company's share price applicable to the total expected life of each option.

d) Whether and how any other features of the option grant were incorporated into the measurement of fair value, such as market condition: None.

### REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES FOR THE FINANCIAL YEAR 2020-21

1. Brief outline of CSR Policy:

Your Company has always recognised that an enterprise and the society in which it operates are mutually dependent on each other and the growth of the industry is proportional to the equitable development of the country, its environment and its people, irrespective of religion, race, caste, creed and gender. Your Company also believes that all round development can be brought about by paying attention to regions, groups and people which are backward and have special needs and by helping citizens to acquire useful skills. To this extent, your Company has devoted resources, in the manner as was recommended by its CSR Committee and was approved by its Board of Directors earlier in accordance with the provisions of law for fulfilling the aforesaid objective in the manner laid out in Schedule VII to the Companies Act, 2013, with particular stress on areas around which the Company operates.

Pursuant to Ministry of Corporate Affairs (MCA) notification no.G.S.R.40(E) dated 22nd January, 2021 the provisions relating to Corporate Social Responsibility (CSR), mode of spending, terms of reference of the CSR Committee, terms of reference of the Board of Directors with relation to spending towards CSR activities has been amended and in order to adhere to the said amendments, the CSR Policy of the Company was amended and a new policy was recommended for approval by the CSR Committee and duly adopted by the Board of Directors in order to fulfil the CSR vision of the Government which emphasizes equitable development of the country, its environment and its people, keeping in mind the social obligation of the Company.

A brief outline of the Company's CSR Policy, as adopted pursuant to the recent notification dated 22nd January, 2021 can be viewed at the following web link- <https://www.bergerpaints.com/about-us/csr-policy.html>

2. The composition of the CSR Committee is provided below:

Sl. No.	Name of Director	Designation/Nature of Directorship	Number of meetings of CSR Committee held during the year	Number of meetings of CSR Committee attended during the year
1	Mr Kuldip Singh Dhingra	Chairman, Non-executive Director	1	1
2	Mr Abhijit Roy	Managing Director & CEO	1	1
3	Ms Rishma Kaur	Executive Director	1	1
4	Mr Kanwardip Singh Dhingra	Executive Director	1	1
5	Dr Anoop Kumar Mittal	Non-executive, Independent Director	1	1

Note: Apart from 5 Directors, Messrs Srijit Dasgupta, Anil Bhalla and Arunito Ganguly are also members of the CSR Committee and they have attended 1 CSR Committee meeting which was held during the current financial year.

3. The composition of the CSR Committee can be accessed at web link-<https://www.bergerpaints.com/about-us/committees-of-board.html>. The CSR Policy and CSR projects can be accessed at <https://www.bergerpaints.com/about-us/csr-policy.html> and <https://www.bergerpaints.com/investors/csr-projects.html> respectively.

4. Provide the details of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014, if applicable (attach the report).

Pursuant to MCA notification no. G.S.R 40(E) dated 22nd January, 2021 and in terms of the provisions of Rule 8(3)(a) of the Companies (Corporate Social Responsibility Policy) Rules, 2014 ('Rules') as amended, the Company is required to undertake impact assessment of the CSR projects which have been completed not less than one year before undertaking the impact study. At present the Company does not have such projects for which impact assessment is required.

5. Details of the amount available for set off in pursuance of sub-rule (3) of rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any:

Sl. No.	Financial Year	Amount available for set-off from preceding financial years (in ₹)	Amount required to be set-off for the financial year, if any (in ₹)
		----- Not Applicable-----	

6. Average net profit of the company as per section 135(5) – ₹774.62 crore
7. (a) Two percent of average net profit of the company as per section 135(5) – ₹15.49 crore
- (b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years - Nil
- (c) Amount required to be set off for the financial year, if any- Not Applicable
- (d) Total CSR obligation for the financial year (7a+7b-7c) – ₹15.49 crore
8. (a) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year (in ₹)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per section 135(6)		Amount transferred to any fund specified under Schedule VII as per second proviso to section 135(5)		
	Amount	Date of transfer	Name of the Fund	Amount	Date of Transfer
15.61 crore	----- Not Applicable-----				

- (b) Details of CSR amount spent against ongoing projects for the financial year:

(1)	(2)	(3)	(4)	(5)		(6)	(7)	(8)	(9)	(10)	(11)	
Sl. No.	Name of the Project	Item from the list of activities in Schedule VII to the Act	Local area (Yes/No)	Location of the project		Project duration	Amount allocated for the project (in ₹)	Amount spent in the current financial Year (in ₹)	Amount transferred to Unspent CSR Account for the project as per Section 135(6) (in ₹)	Mode of Implementation - Direct (Yes/No)	Mode of Implementation - Through Implementing Agency	
				State	District						Name	CSR Registration Number
----- Not Applicable-----												

(c) Details of CSR amount spent against other than ongoing projects for the financial year:

(1) Sl. No.	(2) Name of the Project	(3) Item from the list of activities in Schedule VII to the Act	(4) Local area (Yes/No)	(5) Location of the project		(6) Amount spent for the project (in ₹)	(7) Mode of Implementation - Direct (Yes/No)	(8) Mode of Implementation - Through Implementing Agency	
				State	District			Name	CSR Registration Number
	iTrain	(ii)	No, on PAN India basis	1. Delhi (Fixed)		15.61 crore (including Administrative Overheads cost : ₹6.84 crore)	Yes	Not Applicable	
				2. Ghaziabad (Fixed)					
				3. Ghaziabad (Mobile)					
				4. Dehradun (Fixed)					
				5. Lucknow (Fixed)					
				6. Lucknow (Mobile)					
				7. Indore (Fixed)					
				8. Durgapur (Mobile)					
				9. Kolkata (Fixed)					
				10. Kolkata (Mobile)					
				11. Muzaffarpur (Mobile)					
				12. Patna (Fixed)					
				13. Bhubaneswar (Fixed)					
				14. Cuttack (Mobile)					
				15. Guwahati (Fixed)					
				16. Guwahati (Mobile)					
				17. Jamshedpur (Fixed)					
				18. Ranchi (Mobile)					
				19. Jalandhar (Mobile)					
				20. Jalandhar (Fixed)					
				21. Faridabad (Fixed)					
				22. Gurgaon (Fixed)					
				23. Jaipur (Fixed)					
				24. Bangalore (Fixed)					
				25. Hubli (Mobile)					
				26. Hyderabad (Fixed)					
				27. Vijaywada (Fixed)					
				28. Vizag (Mobile)					
				29. Calicut (Fixed)					
				30. Chennai (Fixed)					
				31. Cochin (Fixed)					
				32. Kannur (Mobile)					
				33. Kollam (Mobile)					
				34. Kottayam (Fixed)					
				35. Tirunelveli (Fixed)					
				36. Trissur (Fixed)					
				37. Trivandrum (Fixed)					
				38. Mumbai (Fixed)					
				39. Pune (Fixed)					
				40. Pune (Mobile)					
				41. Ahmedabad (Fixed)					
				42. Rajkot (Mobile)					
				43. Surat (Fixed)					
	<b>TOTAL</b>					<b>15.61 crore</b>			

Note: Four Mobile i-Train centres at Varanasi, Patna, Raipur and Udaipur are expected to be Operational soon.



- (d) Amount spent in Administrative Overheads – As above
- (e) Amount spent on Impact Assessment, if applicable – Not Applicable
- (f) Total amount spent for the Financial Year (8b+8c+8d+8e) – ₹15.61 crore
- (g) Excess amount for set off, if any

Sl. No.	Particular	Amount (in ₹)
(i)	Two percent of average net profit of the company as per section 135(5)	15.49 crore
(ii)	Total amount spent for the Financial Year	15.61 crore
(iii)	Excess amount spent for the financial year [(ii)-(i)]	0.12 crore
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	0.12 crore

- 9 (a) Details of Unspent CSR amount for the preceding three financial years:

Sl. No.	Preceding Financial Year	Amount transferred to Unspent CSR Account under section 135 (6) (in ₹)	Amount spent in the reporting Financial Year (in ₹)	Amount transferred to any fund specified under Schedule VII as per section 135(6), if any			Amount remaining to be spent in succeeding financial years (in ₹)
				Name of the Fund	Amount (in ₹)	Date of transfer	
				----- Nil -----			

- b) Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s) – Not Applicable

(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Sl. No.	Project ID	Name of the Project	Financial Year in which the project was commenced.	Project duration	Total amount allocated for the project (in ₹)	Amount spent on the project in the reporting Financial Year (in ₹)	Cumulative amount spent at the end of reporting Financial Year. (in ₹)	Status of the project - Completed/Ongoing.
								----- Not Applicable -----

10. In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year (asset-wise details).

- (a) Date of creation or acquisition of the capital asset(s): Six vehicles were acquired during the year 2020-21
- (b) Amount of CSR spent for creation or acquisition of capital asset: ₹1.38 crore
- (c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc and
- (d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset):  
Consequent to enactment of the CSR Amendment Rules 2021, the Company intends to transfer its CSR capital assets in accordance with the Rules within the stipulated time-frame.

11 Specify the reason(s), if the Company has failed to spend two per cent of the average net profit as per section 135(5) –  
Not Applicable

Place: Kolkata  
Dated: 26th May, 2021

Kuldip Singh Dhingra (DIN: 00048406)  
Chairman, CSR Committee

Abhijit Roy (DIN: 03439064)  
Managing Director & CEO

**ANNEXURE IV**

**PARTICULARS OF EMPLOYEES PURSUANT TO SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULES 5(2) & 5(3) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014 FOR THE FINANCIAL YEAR 2020-2021**

A. Top 10 employees including those employed throughout the financial year under review and were in receipt of remuneration aggregating not less than ₹1,02,00,000 per annum:

Sl. No.	Name	Designation/ Nature of Duties	Remuneration (₹)	Nature of employment (whether Contractual or otherwise)	Qualification	Experience (years)	Date of commencement of employment in the Company	Age	Previous employment/ Position held
1.	Mr Abhijit Roy	Managing Director & CEO	4,17,69,439	Permanent	B.E. (JU), MBA (IIM, Bangalore)	30	17.04.1996	55	L'OREAL India Limited – Area Sales Manager
2.	Mr Srijit Dasgupta	Director – Finance & CFO	1,73,87,609	Permanent	B.Sc. (Hons.), ACMA, CS (Passed Final Exam)	36	01.09.1988	59	Machinery Manufacturers Corporation Limited – Officer Finance
3.	Mr Tapan Kumar Dhar	Senior Vice President (R&D)	1,14,31,716	Permanent	M.Tech., IIT Kharagpur	31	02.04.2013	57	Asian Paints Limited – Chief Manager-Technology
4.	Mr Kilambi Krishna Sai	Senior Vice President – Sales & Marketing	1,07,88,140	Permanent	B. Tech, MBA	31	06.06.1990	54	–
5.	Mr Indrajit Amal Majumdar	Senior Vice President – Retail Sales	1,00,66,260	Permanent	B.E., MBA (IIM, Lucknow)	28	16.02.2011	51	OLAM International – Country Head & G.M.
6.	Mr Sujyoti Mukherjee	Vice President – Finance & Accounts	82,85,017	Permanent	A.C.A., A.I.C.W.A	31	05.12.1994	57	Indian Oil Corporation Limited (formerly IBP Co. Ltd.) – Asst. Manager – Finance & Accounts
7.	Mr Subroto Basu Chaudhuri	Group Head- Human Resource	80,36,733	Permanent	PGDPM from Xavier Institute of Social Service (XISS),	25	01.07.2019	48	Vice President, Human Resources – South Asia - Linde India.
8.	Mr Shrirang M Pangarkar	Group Head – Materials	78,19,829	Permanent	B.E. (Production) and MMS (Mumbai University)	25	02.08.2019	52	Head of Procurement of Pidilite Industries Limited
9.	Mr Abhimanyu Chatterjee	General Manager – Retail Sales	75,46,856	Permanent	B.Com	33	18.02.2002	55	Jenson & Nicholson – Branch Manager
10.	Mr Bhaskar Dasgupta	Senior General Manager & NSM – New Business	71,08,068	Permanent	BE( CIVIL), MBA (Marketing)	18	04.06.2003	44	–
B.	Employed for a part of the year and in receipt of remuneration aggregating ₹8,50,000/- or more per month – NIL								
C.	Employed throughout the year or part thereof and in receipt of remuneration in the year which in aggregate is in excess of that drawn by Managing Director or Whole-time Director or Manager – NIL								

**Notes:**

- Gross remuneration includes salary, commission, value of perquisites, medical benefits and Company's contribution to Provident, Superannuation and Gratuity Funds.
- The employee does not hold by himself or along with his spouse and dependent children, 2% or more of the equity shares in the Company.
- None of the employees mentioned above is a relative of any Director of the Company.

### SECRETARIAL AUDIT REPORT

#### FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2021

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018]

**To**  
**The Members**  
**M/s Berger Paints India Limited**  
**Berger House**  
**129, Park Street**  
**Kolkata – 700017**

1. We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s Berger Paints India Limited** (here in after to be referred as the “**Company**”) for and during the financial year ended 31st March, 2021. Secretarial Audit was conducted on test check basis, in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.
2. Based on our verification of the records, minute books, documents, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2021 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.
3. We further report that compliance with applicable laws is the responsibility of the Company and our report constitutes an independent opinion. Our report is neither an assurance for future viability of the Company nor a confirmation of efficient management by the Company.
4. (I) We have examined the records, minute books, documents, forms and returns filed and other records maintained by the Company for and during the financial year ended on 31st March, 2021 according to the provisions of:
  - (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
  - (ii) The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the rules made thereunder;
  - (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
  - (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
  - (v) The Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (‘SEBI Act’) viz.: -
    - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
    - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended;
    - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended {to the extent applicable to the Company during the year under review};
    - d) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended;
    - e) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 - Not Applicable during the period under review.
    - f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; - Not Applicable during the period under review.
    - g) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
    - h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; - Not Applicable during the period under review.



- i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; - Not Applicable during the period under review.
  - j) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (II) We have also examined the secretarial compliance on test check basis of the records maintained by the Company for the financial year ended on 31st March, 2021, with the provisions of the following laws specifically applicable to the Company and as shown to us during our audit;
- a) The Factories Act, 1948
  - b) The Environment (Protection) Act, 1986
  - c) The Hazardous Wastes (Management, Handling and Transboundary Movement) Rules, 2008
  - d) The Patent Act, 1970
  - e) The Trade Marks Act, 1999
  - f) The Copyright Act, 1957
5. We have also examined compliance with the applicable clauses of the Secretarial Standards issued by The Institute of Company Secretaries of India under Section 118 of the Companies Act, 2013.
  6. That on the basis of the audit as referred above, to the best of our knowledge, understanding and belief, we are of the view that during the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. as mentioned above in Paragraph 4(i), Paragraph 4(ii) and Paragraph 5 of this report;
  7. We have checked the compliance with the provisions of the Standard Listing Agreement entered by the Company with the following Stock Exchanges in India and also with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable during the period under review and to the best of our knowledge, belief and understanding, we are of the view that the Company has complied with the secretarial functions and board processes to comply with the applicable provisions thereof, during the aforesaid period under review.
    - i. BSE Limited (BSE)
    - ii. National Stock Exchange of India Limited (NSE)
    - iii. Calcutta Stock Exchange Limited (CSE)
  8. We further report that,
    - a) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Companies Act, 2013.
    - b) Adequate notices are given to all directors to schedule the Board Meetings. Agenda and detailed notes on agenda were sent at least seven days in advance.
    - c) Majority decision is carried through and recorded as part of the minutes.
  9. We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines, generally applicable to Company.
  10. This report is to be read with our letter of even date which is annexed as **Annexure A**, forming an integral part of this report.

For, **ANJAN KUMAR ROY & CO.**  
**Company Secretaries**

**ANJAN KUMAR ROY**  
Proprietor

FCS No. 5684

CP.No. 4557

UDIN: F005684C000355154

Place : Kolkata

Date : 26th May, 2021

## “Annexure A”

### (To the Secretarial Audit Report of M/s Berger Paints India Limited for the financial year ended on 31st March, 2021)

To  
The Members  
M/s Berger Paints India Limited  
Berger House  
129, Park Street  
Kolkata – 700017

Our Secretarial Audit Report for the financial year ended on 31st March, 2021 of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices we have followed provides a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management Representation about the compliance of laws, rules and regulation and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Place : Kolkata  
Date : 26th May, 2021

For, **ANJAN KUMAR ROY & CO.**  
**Company Secretaries**  
**ANJAN KUMAR ROY**  
Proprietor  
FCS No. 5684  
CP. No. 4557  
UDIN: F005684C000355154

ANNEXURE VI**SECRETARIAL COMPLIANCE REPORT  
OF  
BERGER PAINTS INDIA LIMITED****FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2021**

[Pursuant to Circular No. CIR/CFD/CMD1/27/2019, dated 08/02/2019,  
issued by Securities and Exchange Board of India and also pursuant to  
Regulation 24A of the Securities and Exchange Board of India  
(Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended]

**To  
The Members  
M/s Berger Paints India Limited  
Berger House  
129, Park Street  
Kolkata – 700017**

1. We have examined:
  - (a) The documents and records made available to us and explanation provided by **M/s Berger Paints India Limited** (“the listed entity”),
  - (b) The filings/submissions made by the listed entity to the stock exchanges,
  - (c) Website of the listed entity,
  - (d) Any other document/ filing, as may be relevant, which has been relied upon to make this certification, for the year ended on 31st March, 2021 in respect of compliance with the provisions of:
    - (a) The Securities and Exchange Board of India Act, 1992 (“SEBI Act”) and the Regulations, circulars, guidelines issued thereunder; and
    - (b) The Securities Contracts (Regulation) Act, 1956 (“SCRA”), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India (“SEBI”);
2. The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include: -
  - (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended;
  - (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
  - (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; - Not Applicable during the period under review;
  - (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
  - (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; - Not Applicable during the period under review;
  - (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; - Not Applicable during the period under review;

(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

and based on the above examination, We hereby report that, during the Review Period:

a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:-

1.	2.	3.	4.
Sr. No.	Compliance Requirement (Regulations/circulars/ guidelines including specific clause)	Deviations	Observations/ Remarks of the Practising Company Secretary
1.	Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;	Not Applicable	There was no Buyback of shares during the period under review.
2.	Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008	Not Applicable	No Debt Securities has been issued by the Company during the period under review.
3.	Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;	Not Applicable	No Non-Convertible and Redeemable Preference Shares has been issued by the Company during the period under review.

b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far as it appears from our examination of those records.

c) The following are the details of actions taken against the listed entity/its promoters/directors/material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/Regulations and circulars/guidelines issued thereunder:

Sr. No.	Action taken by	Details of violation	Details of action taken e.g. fines, warning letter, debarment, etc.	Observations/remarks of the Practising Company Secretary, if any
	Not Applicable	Not Applicable	Not Applicable	Not Applicable

d) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations of the Practising Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended... (The years are to be mentioned)	Actions taken by the listed entity, if any	Comments of the Practising Company Secretary on the actions taken by the listed entity
	Not Applicable	Not Applicable	Not Applicable	Not Applicable

3. This is to also certify that the Company has ensured, through the letter of appointment of the Statutory Auditors of the Company that the conditions as mentioned in 6(A) and 6(B) of Circular No. CIR/CFD/CMD1/114/2019 dated 18th October, 2019 issued by Securities and Exchange Board of India is included in the terms of appointment of the statutory auditor.

For, **ANJAN KUMAR ROY & CO.**  
Company Secretaries

**ANJAN KUMAR ROY**  
Proprietor

FCS No. 5684

CP. No. 4557

UDIN: F005684C000355143

Place : Kolkata

Date : 22nd May, 2021



**ANNEXURE VII****ANNEXURE TO DIRECTORS' REPORT PURSUANT TO SECTION 134(3)(m) OF THE COMPANIES ACT, 2013 READ WITH RULE 8(3) OF COMPANIES (ACCOUNTS) RULES, 2014 (AS AMENDED)****A) CONSERVATION OF ENERGY:****1. The steps taken or impact on conservation of energy:**

- 1) Roof top Solar Power Plants installed at Hindupur, Jejuri, Rishra and Naltali Plants, planned for installation this year at Goa, VVN Plants and our upcoming Sandila Plant.
- 2) Energy efficient Hydrofoil type Agitators developed for Water Base Emulsion Mixing Tanks, resulting in enormous energy savings.
- 3) Energy efficient LED lights installed for internal and external lighting.
- 4) VFD's installed for high power consuming motors of process and utility equipment.
- 5) Timers installed in Ball Mills, Mixing Tanks and TSD's.
- 6) Energy efficient Sand Mills installed in place of Ball Mills.
- 7) Draft Automation system implemented for the Combustion Air Supply of all the Bio-briquette fired Thermic Fluid Heaters.
- 8) Ring Main system implemented for Compressed Air Pipelines of all the Plants, to maintain uniform pressure distribution across the Air Pipeline network and reduce the compressor running hours, thereby resulting in huge energy saving.
- 9) Photo Sensors and Timers installed for Street Lights.
- 10) Automatic operation (switching on / off) of Cooling Tower fans based on the Cooling Water sump temperature.
- 11) Energy efficient IE2/IE3 motors are being used in all our new projects.
- 12) Dust Extraction systems with Automatic Dampers and VFD have been installed in all the Plants recently, which will result in reasonable energy savings.
- 13) Fluid Coupling installed in all the Ball Mills to reduce the Transmission losses and in turn the Energy losses.

**2. Energy conservation measures for plant and township lighting and alternative energy usage:**

- 1) Installation of roof top solar power system at Hindupur, Jejuri, Rishra and Naltali Plants
- 2) Replacement of high power consuming conventional lights with LED Lights.
- 3) Photo Sensors and Timers installed for Street Lights.

**3. Capital investment of energy conservation equipment: ₹12.35 crore (approx.) in FY 2020-21****Benefits derived as a result of the above efforts in the year:**

- 1) The Specific Energy Consumption for Paints and Powder Coatings has been reduced by approximately 24% since FY 14-15 by adopting all the energy conservation measures. Compared to last Financial Year, it has been reduced by approximately 3.5%.
- 2) 11862 MT Carbon foot print reduced in Financial Year 2020-21 by adopting all the energy saving measures, coupled with usage of Bio-briquette fired Thermic Fluid Heaters in the Resin Plants, in place of HSD fired Thermic Fluid Heaters.
- 3) Increase in productivity, operational efficiency and reduction of manufacturing cost.
- 4) Restriction on emissions.

**B) TECHNOLOGY ABSORPTION****I. Research and Development (R&D)****1) Specific areas in which R&D carried out by the Company:**

- a) Inorganic Organic Hybrid and core shell technology
- b) Fluoropolymer chemistry and its application
- c) Polysiloxane chemistry and its application
- d) Nano technology based coating

- e) High solid resin
- f) Products for Do it Yourself (DIY) market
- g) Collaborative work with academic institutions.

## 2) Benefits derived out of the above work:

Development of new products with special attributes for different applications.

### i) Decorative Products:

- a) High gloss exterior paint
- b) Exterior coating with extended service life of more than 10 years
- c) Waterproof roof coating
- d) Water based wood coating
- e) Surface disinfectant product with 24 hour efficacy
- f) Range of household hygiene products for floor, bathroom, kitchen, toilet etc.

### ii) Industrial products:

- a) Protective Coating systems for enhanced service life
- b) Coating for tractor sheet metal with enhanced durability
- c) Direct to metal primer cum finish based on Polyurethane and Epoxy Chemistry for Industrial Application
- d) Mono-coat Polyurethane finish over CED eliminating top coat clear lacquer for two wheeler
- e) Universal primer suitable for application over GI, Aluminium, Steel, SS surface
- f) Anti-microbial powder coating

## 3) Future Plan of Action:

To develop new products based on advanced technology as per anticipated market need. Special focus will continue towards developing safe and user friendly products with superior performance.

## 4) Expenditure on R&D:

Capital Expenditure	1.88 crore
Recurring Expenditure	16.91 crore
Total Expenditure	18.79 crore
Total R&D Expenditure as a percentage of Total Turnover	0.31%

## II. Technology Absorption, Adaptation and Innovation:

- a) Efforts in brief made towards technology absorption, adaptation and innovation:
  1. Technology licence agreement with IIT Guwahati for alcohol-free surface disinfectant
  2. Chugoku Marine Paints, Japan, for high performance protective coatings
- b) Benefits derived as a result of the above efforts e.g., product improvement, cost reduction, product development, import substitution, etc.
  - Products with additional features based on advanced technology were introduced.
- c) Technology imported during the last three years.
  - The details of technology imported – Manufacture of CED paste and resin.
  - Year of Import – 2018
  - Whether the technology been fully absorbed – Yes

Place: Kolkata  
Dated : 26th May, 2021

On behalf of the Board of Directors  
**Kuldip Singh Dhingra**  
Chairman  
(DIN: 00048406)

**ANNEXURE VIII****BUSINESS RESPONSIBILITY REPORT FOR THE FINANCIAL YEAR 2020-2021**

[As per Regulation 34(2)(f) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

**INTRODUCTION**

Pursuant to Regulation 34(2)(f) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("the Listing Regulations"), top 1000 listed companies based on market capitalization as per NSE/BSE as on the 31st March of every financial year are required to present, as a part of the Annual Report, a "Business Responsibility Report" (BRR). The following is the fifth BRR of your Company:

**Section A: General Information about the Company**

1. Corporate Identity Number (CIN) of the Company: L51434WB1923PLC004793
2. Name of the Company: BERGER PAINTS INDIA LIMITED
3. Registered address: Berger House, 129 Park Street, Kolkata - 700017
4. Website: www.bergerpaints.com
5. E-mail id: consumerfeedback@bergerindia.com
6. Financial Year reported: 2020-2021
7. Sector(s) that the Company is engaged in (industrial activity code-wise):

Group*	Description
202	Manufacture of paints, varnishes, enamels or lacquers
201	Manufacture of organic and inorganic chemical compounds

\* As per National Industrial Classification – Ministry of Statistics and Programme Implementation.

8. The three key products/services that the Company manufactures/provides (as in balance sheet):
  - Manufacture of decorative (architectural) paints
  - Manufacture of automotive and industrial paints
  - Manufacture of protective coatings
9. Total number of locations where business activity is undertaken by the Company :
  - i. Number of International locations – None
  - ii. Number of National Locations –
    - Manufacturing Plants – 13\*
    - Sales Depots/Offices – 181\*
    - Registered office & Head office - Berger House, 129, Park Street, Kolkata - 700 017

\* includes British Paints division units.

10. Markets served by the Company: Mainly local (India).

### Section B: Financial Details of the Company

1. Paid up Capital (INR) – ₹ 97.13 crore (as on 31.03.2021)
2. Total Turnover (INR) – ₹ 6,021.41 crore (2020-2021)
3. Total Profit after taxes (INR) – ₹ 680.78 crore (2020-2021)
4. Total spending on Corporate Social Responsibility (CSR) as percentage of profit after tax (PAT) – 2.29% of PAT
5. List of activities in which expenditure in 4 above has been incurred – Details as per Principle 8

### Section C: Other Details

1. Does the Company have any subsidiary company/companies?: Yes
2. Do the subsidiary company/companies participate in the BR initiatives of the parent company? If yes, then indicate the number of such subsidiary company(s): No
3. Do any other entity/entities (e.g. suppliers, distributors, etc.) that the Company does business with, participate in the BR initiatives of the Company? If yes, then indicate the percentage of such entity/entities [Less than 30%, 30-60%, More than 60%]: No

### Section D: Business Responsibility Information

1. Details of Director/Directors responsible for BR
  - a) Details of the Director responsible for implementation of the BR policies during the year:
    - DIN Number – 03439064
    - Name – Mr Abhijit Roy
    - Designation – Managing Director and CEO
  - b) Details of the BR head during the year:

Sl. No.	Particulars	Details
1	DIN Number (if applicable)	Not Applicable
2	Name	Mr Arunito Ganguly
3	Designation	Vice President & Company Secretary
4	Telephone number	033-2229 9724-28
5	E-mail id	arunitoganguly@bergerindia.com

2. Principle-wise [as per National Voluntary Guidelines (NVGs)] BR policy/policies:

Principle 1: Businesses should conduct and govern themselves with Ethics, Transparency and Accountability [P1]



Principle 2: Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle [P2]

Principle 3: Businesses should promote the well-being of all employees [P3]

Principle 4: Businesses should respect the interests of, and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalized [P4]

Principle 5: Businesses should respect and promote human rights [P5]

Principle 6: Businesses should respect, protect, and make efforts to restore the environment [P6]

Principle 7: Businesses, when engaged in influencing public and regulatory policy, should do so in a responsible manner [P7]

Principle 8: Businesses should support inclusive growth and equitable development [P8]

Principle 9: Businesses should engage with and provide value to their customers and consumers in a responsible manner [P9]

a) Details of compliance (Reply in Y/N) :

Sl. No.	Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
1.	Do you have a policy/policies for ....?	Y	Y	Y	Y	Y	Y	Y	Y	Y
2.	Has the policy been formulated in consultation with the relevant stakeholders?	Y								
3.	Does the policy conform to any national/international standards? If yes, specify.	Y The Policy has been framed in line with the suggested framework as provided by SEBI based on the National Voluntary Guidelines on Social, Environmental and Economic responsibilities of Business published by the Ministry of Corporate Affairs towards conducting its business.								
4.	Has the policy been approved by the Board? If yes, has it been signed by MD/owner/CEO/appropriate Board Director?	Y								
5.	Does the company have a specified committee of the Board/Director/Official to oversee the implementation of the policy?	Y								
6.	Indicate the link for the policy to be viewed online.	<a href="https://www.bergerpaints.com/about-us/business-responsibility-policy.html">https://www.bergerpaints.com/about-us/business-responsibility-policy.html</a>								
7.	Has the policy been formally communicated to all relevant internal and external stakeholders?	Y								
8.	Does the company have in-house structure to implement the policy/policies?	Y								
9.	Does the Company have a grievance redressal mechanism related to the policy/policies to address stakeholders' grievances related to the policy/policies?	Y								
10.	Has the company carried out independent audit/evaluation of the working of this policy by an internal or external agency?	Y These policies and controls are continually evaluated through internal audit mechanism.								

b) If answer to the question at Sl. No.1 against any principle is 'No', please explain why: Not applicable.

### 3. Governance related to BR

- a) Indicate the frequency with which the Board of Directors, Committee of the Board or CEO assesses the BR performance of the Company – within 3 months, 3-6 months, annually or more than 1 year: Annually
- b) Does the Company publish a BR or Sustainability Report? What is the hyperlink for viewing this report? How frequently is it published?

The Company has a BR Report which forms part of the Annual Report and is published annually. The Annual Report is uploaded on the website of the Company, which can be viewed at <https://www.bergerpaints.com/investors/annual-reports.html>

## Section E: Principle-Wise Performance

### Principle 1

1. Does the policy relating to ethics, bribery and corruption cover only the Company? Yes/No. Does it extend to the Group/Joint Ventures/Suppliers/Contractors/NGOs/others?

The Company maintains the highest standards of ethics in all spheres of its business activities. Code of Conduct required as per various laws, rules and regulations from time to time are at place. Also, the Company has in place the Code of Conduct for all its Directors and employees applicable across the Company. The Company and its subsidiaries are committed to comply with the laws that apply to them, the Code of Conduct of the Company and particularly in assuring that business is conducted with highest integrity.

The Company has adopted the Code of Conduct, which is applicable to all Directors and employees of the Company, which lays down standards of conduct and ethics for all its employees and Directors and is practised in full.

Pursuant to amended Regulations of the SEBI (Prohibition of Insider Trading) Regulations, 2015 ("the PIT Regulations") made effective from 1st April, 2019, your Company had adopted amended policies on the Code of Conduct to regulate, monitor and report trading in equity shares of the Company by Designated Persons pursuant to Regulation 9(1) of the PIT Regulations and the amended Whistle Blower Policy pursuant to Regulation 9A (6) of the PIT Regulations.

The Company has taken steps to ensure compliance with the above Regulations. Both the Regulations can be viewed at <https://www.bergerpaints.com/about-us/code-of-conduct-to-regulate-monitor-and-report-trading-by-designated-persons.html> and <https://www.bergerpaints.com/about-us/whistleblower-policy.html> respectively.

2. How many stakeholder complaints have been received in the past financial year and what percentage was satisfactorily resolved by the management? If so, provide details thereof, in about 50 words or so.

The Company has not received any stakeholder complaint related to ethics or code of conduct in the past financial year.

### Principle 2

1. List up to 3 of your products or services whose design has incorporated social or environmental concerns, risks and/or opportunities.

Financial Year 2020-21 started in a very grim way with the country being locked down to arrest the spread of Covid-19 pandemic. Sanitizers, ventilators, and PPE became the need of the hour. As a responsible corporate, Berger Paints contributed to the cause of serving the society by developing hand sanitizers, floor cleaners, surface protectors. As time progressed, we also developed anti-bacterial paint and anti-viral paint which will help us to keep our interior walls free from microbes. Industrial business line also developed anti-bacterial coatings for their customers. We also introduced Safe Express Painting during the pandemic with a safety upgrade and contactless service availed through a consumer friendly mobile app.

Emulsion paint products are low in VOC and are certified GreenPro by CII. Formulations are being reworked to reduce carbon footprint.

The products developed in the last one year are listed below:

A. Decorative Products :

- Hand Sanitizers
- Floor Cleaners
- Anti-bacterial Emulsion and Anti-viral Emulsion
- Anti-bacterial enamel and wood coating
- Water based wood coating
- WeatherCoat Long Life 7

B. Industrial products:

- Anti-microbial coating for General Industries like fan, motor, helmet etc
- Anti-microbial polyurethane coating for health sector (Covid isolation ward, hospitals etc)
- Anti-bacterial powder coatings

We have incorporated waste PET and fly-ash in some of our products to reduce their impact on environment.

2. For each such product, provide the following details in respect of resource use (energy, water, raw material, etc.) per unit of product (optional):

i. Reduction during sourcing/production/distribution achieved since the previous year throughout the value chain:

The Company is engaged in development of new formulations that require environmentally impacting raw materials in lower dosages. This has helped development of water based recipes of many products. They are well accepted in the market.

ii. Reduction during usage by consumers (energy, water) which has been achieved since the previous year:

Low bake acrylic/amino coating for commercial vehicle chassis painting. Baking temperature reduced from 140°C to 100°C resulting in lower consumption of fossil fuel and energy.

3. Does the Company have procedures in place for sustainable sourcing (including transportation)? Yes.

If yes, what percentage of your inputs was sourced sustainably? Provide details.

The Company has continued to pursue its mission to conserve natural resources and protection of natural resources. The Company shifted to sourcing of bio-briquette for boiler instead of fossil fuel. The Company continues its efforts to procure raw materials with lower carbon footprints which are environment friendly.

The Company has, on longer routes, started using rail transportation for its raw materials, instead of road, wherever it has been possible. The Company has also developed local vendors for packing materials near its units to minimise the transportation of packing materials. By implementing automation in the purchase process, it has been possible to make the purchase process completely 'paperless'.

4. Has the Company taken any step to procure goods and services from local and small producers, including communities surrounding their place of work? If yes, what steps have been taken to improve their capacity and capability of local and small vendors?

The Company is working on developing local suppliers. The buying of packing materials, spares, consumables, etc. are predominantly from the local vendors in the vicinity of the units. Further, the Company also supports local vendors by way of educating them to strengthen their processes and systems. The Company has 200 plus MSME registered vendors from whom the Company buys various materials/services. Apart from this, continuous efforts are in place to develop indigenous sources for the imported raw materials and spares.

5. Does the Company have a mechanism to recycle products and waste? If yes, what is the percentage of recycling of products and waste (separately as <5%, 5-10%, >10%). Provide details.

The Company is fully committed to continuously take steps to improve environment performance and strives to minimize the generation of wastes and optimize resource utilization through recycling or reuse of waste.

Waste minimization through zero-defect approach in production is our prime target.

Based on demand forecasting and proper production plan allocation, necessary procurement of raw material and allied items are done which are consumed over a period of time. Production is accordingly planned and chances of unnecessary inventory accumulation is thus avoided.

Wastage of excess printed carton/packaging material is avoided by online printing and Heat Transfer labelling is done as per plan allocation.

Metal/Plastic Barrel minimization has been achieved through creating bulk storage facilities, multiple reuse in production and recycling.

To reduce use of paper, initiatives such as e-invoicing, biometric attendance, dual side printers, etc. have been implemented.

In-house solvent recovery of the spent solvent is done and reused for cleaning purpose.

Several initiatives have been taken up to reduce the waste water generation by reusing washing water and others.

Modern Effluent Treatment Plants (ETP) are already put up at all manufacturing sites for treatment of waste water, reuse of such water, waste powder materials passed through bag filter are examples of such efforts. Domestic sewage treatment plant are also installed at different locations from which treated water is used for internal washing/gardening purpose.



At our various manufacturing units, the Company has installed Zero Liquid Discharge (ZLD) plants at the downstream of ETP for recycling of treated waste water. By installing ZLD plant, the Company ensures that no effluent is discharged outside the plant and the outlet water from ZLD is reused in the utilities/services/manufacturing operations so that there is a net-on-net reduction in fresh water consumption.

For rain water conservation, water harvesting facilities have been installed in the units which helps in reduction of fresh water consumption and ground water dependency. At locations where ground water recharging is permissible, Recharge Pit has been built-up for replenishment of ground water to maintain ground water table.

Post-consumer use, Multi layered Plastic waste is collected and co-processed as per Plastic Waste Management Rules.

For bulk procurement and storage of raw material, the Company has adopted bulk SILO storages. High consumption powder raw material are procured through bulkers/jumbo bags and stored inside silo for consumption. These jumbo bags after unloading are returned to the vendor for reuse and thereby reduction of packaging material for such powder raw material storage and transport.

### Principle 3

The safety and well-being of the Company's employees remain the first and foremost and non-negotiable. The Company follows industry accredited best practices and protocols on health and safety across the operations and conducts all processes in a responsible manner to safeguard its employees. All legal and statutory requirements are fully complied. The Company has a long-standing practice of developing in-house talent. Much of this can be attributed to employee-friendly policies and practices and nurturing a culture of shared vision and commitment. In addition to this, year round trainings are also organized as per the needs and business requirement with renowned learning partners/certified and accredited professionals and also by our experienced employees.

The Company's policy prohibits engaging of any child labour or involuntary labour.

Practice of safety and health at the workplace is of paramount importance and in this direction, the Company has established policies, objectives, plans and procedures aiming at reducing accident rates and to build a strong safety culture amongst its employees. Occupational Health and Safety is centrally governed by corporate EHS department and is supplemented by Central Risk Assessment Committee, Plant Head, Plant Environment, Health and Safety (EHS) Manager and Department Safety Committees. Corporate EHS and Quality (TQM) ensures the Design Safety from the starting phase of the projects with all hazard and risk mitigation techniques like HAZOP, Job Safety Analysis (JSA), etc. during modification or alteration and execution of any process or activity.

The Company has in its staff, specially trained safety professionals along with trained line personnel. Health and Safety aspects are also covered in all its agreements with unions and contractors and are a part of the same. Some of the initiatives taken in the area of Health and Safety are in the manufacturing units of the Company which follow the Berger Paints Safety Guidelines and Manual which is based on country's Legal Framework and International Standards for Fire Safety, Industrial Safety, Health

and Hygiene and Environmental Protection. The Occupational Health Centres at Company's manufacturing locations are in line with the regulatory requirements and the Company takes all possible measures to keep these up-to-date with latest devices, facilities and trained professionals.

To deal with the current pandemic situation, swift and stringent actions were implemented in the organization. Many changes were brought in the last year which helped us to curb the spread of the COVID-19 virus. Proper awareness and active participation of all the employees ensured smooth running of operations and added value to the increasing growth of the organisation. Sanitization of premises is being done regularly, temperature and oxygen level monitoring of all persons and ensuring usage of mask, social distancing protocols are followed at all times, COVID-19 posters are displayed at prominent locations, in-house fabricated foot operated sanitizer dispenser, wash basins and motion sensor taps, standard UV sanitization box for sanitization of external documents and employee's personal belongings, makeshift bed and room for isolation of suspected COVID-19 patients, special safety care for hazardous raw materials and monomers during lock-down, Safe and sanitized resting place for drivers/attendants with refreshments, arrangement of food and accommodation for employees/security personnel staying in plants and depots during nation-wide lock-down were taken care of. Employees have been encouraged to get vaccinated.

For fire-fighting arrangement, premises security, compliance management and emergency preparedness, latest automations and error proofing measures have been implemented at our manufacturing locations, depots and offices.

For the plants as well as depots, National Safety Day/Week campaigns, World Environment Day, periodic fire mock drills as a part of emergency preparedness, electrical system health assessments, electrical safety trainings, safety campaigns, periodical Fire and safety audits and environmental monitoring are organized to make aware employees about environment, health and safety.

World Quality Day celebrated in all our manufacturing units reiterated importance of quality in each employee. National level training and assessment organised by National Skill Development Council under the Pradhan Mantri Kaushal Vikas Yojna (PMKVY) has been completed at applicable units in association with Paints and Coatings Skill Council, Ministry of Skill Development, Govt. of India.

Several wellness initiatives at Factories were also taken throughout the year.

Excellence in EHS is targeted with No Major Fire, No Major Accident and 100 % compliance in Water, Air and Environment monitoring. Environment Health and Safety legal compliances at factories are ensured and full compliance is targeted and achieved. Some of these are:-

- EHS legal compliance are in line with the State Rules as well as Central Acts as applicable;
- Fire protection, detection and suppression systems are installed as per National and International guidelines and are

updated as per new, state of the art technologies.

- HAZOP Study/Risk assessment recommendations are taken into considerations during design phase as an inherent design safety control.
- Early detection, mobile intimation and automated fire-fighting system have been put in place at units;
- Environmental compliances are as per Central and State specific guidelines;

#### Employees

1. Please indicate the total number of employees: 3,814
2. Please indicate the total number of employees hired on temporary/contractual/casual basis: 3,657
3. Please indicate the number of permanent women employees: 76
4. Please indicate the number of permanent employees with disabilities: Nil
5. Do you have an employee association that is recognised by management?: Yes
6. What percentage of your permanent employees are members of recognised employee association?: 12.85%
7. Please indicate the number of complaints relating to child labour, forced labour, involuntary labour and sexual harassment in the last financial year and pending, as on the end of the financial year: Nil
8. What percentage of your under mentioned employees were given safety and skill up gradation training in the last year?
  - Permanent Employees – 68%
  - Permanent Women Employees – 62%
  - Casual/Temporary/Contractual Employees – 75%
  - Employees with Disabilities – N.A.

#### Principle 4

1. Has the Company mapped its internal and external stakeholders?: Please see item 3 below.
2. Out of the above, has the Company identified the disadvantaged, vulnerable and marginalized stakeholders?: Please see item 3 below.
3. Are there any special initiatives taken by the Company to engage with the disadvantaged, vulnerable and marginalized stakeholders? If so, provide details thereof, in about 50 words or so.

The Company follows the process of identification of its stakeholders through structured processes initiated in a systematic

manner. Various environmental, social, corporate governance and economic issues are considered as priority matters and are eventually taken into consideration in the Company's strategic decision-making process.

The Company maintains healthy stakeholder engagement, allows stakeholders' participation wherever possible and promotes collective decision-making processes. The Company appreciates that all its stakeholders are not equally influential or get influenced and therefore it encourages them to pro-actively engage with and respond to safeguard the interest of those that are disadvantaged, vulnerable and marginalised and who are at underdeveloped areas.

### Principle 5

1. Does the policy of the Company on human rights cover only the Company or extend to the Group/Joint Ventures/Suppliers/Contractors/NGOs/Others?

It covers the Company's subsidiaries.

2. How many stakeholder complaints have been received in the past financial year and what per cent was satisfactorily resolved by the management?

The Company appreciates and believes that human rights are inherent, universal, indivisible and interdependent in nature.

The Company understands and continuously strives to promote human rights as mentioned in the Constitution of India in the provisions of Fundamental Rights and Directive Principles of State Policy and also the guidelines of the International Bill of Human Rights. The principles of non-discrimination, zero tolerance to sexual harassment and human rights have been laid down in the Company's Code of Conduct and the Business Responsibility Policy.

The Company has not received any stakeholder complaint related to human rights in the previous financial year.

### Principle 6

1. Does the policy related to Principle 6 cover only the Company or extends to the Group/Joint Ventures/Suppliers/Contractors/NGOs/others?

The policy related to Principle 6 covers and extends to all the employees of the Company and its subsidiaries. Regular meetings are held to educate vendors about safety and environmental risks and concerns and how to address them and the Company strongly encourages and recommends non-ISO certified vendors to go for ISO certification. Vendor rating is accordingly given through i-Supplier module for encouraging compliance to the Company's laid down policies.

2. Does the Company have strategies/initiatives to address global environmental issues such as climate change, global warming, etc.? Y/N. If yes, please give hyperlink for webpage etc.

Yes. The Company is engaged in the production of paints and is committed to continually improving environmental performance and believes that it is its duty to responsibly engage in sustainable methods and practices and accordingly the Company has adopted an environmental policy, which can be viewed at: <https://www.bergerpaints.com/about-us/quality-policy.html>



One such strategy is the introduction of ETICS (External Thermal Insulation Composite systems) coatings solutions which contribute to lower the ambient temperature inside a building so as to reduce the electrical consumption by 30% for ACs, coolers, fans, etc and thus reduce CO2 emissions.

To reduce carbon footprint, different steps have been taken at PAN India locations – modernization of Cooling Tower, optimization of chiller usage, DG usage, compressor, Bio-briquette and Bio Fuel replacing conventional fuels, renewable energy conversion such as Roof Top Solar Power plant, solar street lights, etc.

Every year, Plantation activities are carried out inside as well as outside the Plant under the corporate guided Corporate Environmental Responsibility activities along with spreading awareness on Environment Protection amongst the employees and locations nearby the Factories.

Replacing conventional Ball mills with modern sand mills like IEC, KD, ECM Poly, etc have been introduced which helps in reduction of energy consumption and also provide improved batch cycle time.

3. Does the Company identify and assess potential environmental risks? Y/N

Yes, Aspect-Impact analysis of each activity is done and accordingly any environmental risk is addressed with proper action plan. Detailed Environmental Impact Assessment (EIA) study is carried out for assessing the environmental risk pertaining to all green and brown field projects. Pollution to environment is strictly prevented at all costs and to curb the same, various measures have been adopted:-

- Fume extraction and Dust extraction and scrubber system have been put in place as per requirement to curb contamination of VOC gases and process dust;
- OCEMS (Online Continuous Effluent Monitoring system) is being integrated with ETP (Effluent Treatment Plant) with connectivity to regulatory/statutory board. Also stack monitoring is done to identify any release of unwanted particulate matters in the air;
- Acoustic enclosure has been put in place to minimize sound pollution in diesel generator set;
- Lead Content in decorative paints gets checked by NABL certified lab and kept within permissible limits. Many products have been developed with zero heavy metal content such as lead, mercury and chromium content.

4. Does the Company have any project related to Clean Development Mechanism? If so, provide details thereof, in about 50 words or so. Also, if yes, whether any environmental compliance report is filed?

The manufacturing units of the Company have inducted sound environment management systems (EMS) and practices in all its activities through adoption of ISO system (ISO 14001). With the adoption of EMS, the management of the environmental programs are done in a comprehensive, systematic, planned and documented manner.

Manufacturing facilities also conduct environmental impact study and reviews the impact on environment, systematically and periodically. Periodic environmental monitoring for air and water is done at all the units.

Environment management programmes relating to conservation, waste management, reducing emissions, etc. are held periodically at manufacturing facilities which create awareness amongst the workers.

The Clean Development steps include closed loop systems, fume extraction systems, use of proper stacks and PUC (Pollution Under Control) checks for all inputs.

Also 5S implementation is in place along with proper housekeeping at all manufacturing units to maintain clean and healthy working environment.

Several awards and recognitions were earned by the manufacturing units of the Company located at various locations. Howrah unit has been awarded with Jury Appreciation Award -“Prevention Strategy for COVID-19 at Work place- Best Workplace practice” by ICC in 2020 and gained 3rd position in the large scale category of CII Annual Quality Award 2020 for Eastern region; VVN Plant received 20th Annual Greentech Environment award in 2020, won the Apex India Occupational Health & Safety Award 2020, won the ICC Silver Award 2020 in field of Occupational Health and Safety, received the 14th ICC Environment award in 2020, received Bronze award from SOPEP (Society of Power & Energy professionals) in 2021, was declared winner in National Maintenance Circle competition organized by CII in 2021, received the APEX INDIA Gold Award for Occupational Health & Safety Award 2020, received the Manufacturing Supply Chain Award organised by FSC in 2020, won the CII Environmental Best Practice award in 2020, received the 10th exceed Environment Gold Award in 2021, received the 19th Annual Green Tech Safety Award in 2020, received the Silver award from SOPEP (Society of Power & Energy professionals) in 2020. The Goa Plant achieved the 2nd position in National Maintenance Circle competition organized by CII in 2021. Rishra plant has received certificate of Appreciation at 33rd CII Quality Circle Convention. Jammu plant has received ICC Special Jury Recognition Environmental Excellence award in 2020. Naltali unit received the ICC OHS Gold Award for Manufacturing and Engineering sector – Paints & Allied in Large Enterprise Category in 2020 has won the ICC Environment Excellence Award 2020, was the 2nd runner up in the ICC Green Biz. Quiz 2021. The Company was recognised as Fastest Growing Paint Company in the 18th Construction World Annual Awards in 2020 and received Honda Best Supplier Performance Award 2021 for excellence in Best practices adopted during COVID-19 Pandemic in 2021. The Corporate Engineering team had presented technical paper on “Optimization of Energy usage through adoption of Innovative Ideas & Carbon Emission Reduction through Renewable Energy Sources” which was declared as winner for the online seminar on “Reinventing Business Management Practices for Social Sustainability and Business Growth” organized by Society of Power & Energy Professionals (SOPEP).

5. Has the Company undertaken any other initiatives on – clean technology, energy efficiency, renewable energy, etc.? Y/N. Yes. If yes, please give hyperlink for web page, etc.
  - i. The steps taken on conservation of energy include:
    - a) Roof top Solar Power Plants installed at Hindupur, Jejuri, Rishra and Naltali Plants and planned for installation this year at Goa, VVN Plants and upcoming Sandila Plant.
    - b) Energy efficient Hydrofoil type Agitators developed for Water Base Emulsion Mixing Tanks, resulting in enormous energy savings.
    - c) Energy efficient LED lights installed for internal and external lighting.

- d) VFD's installed for high power consuming motors of process and utility equipment.
  - e) Timers installed in Ball Mills, Mixing Tanks and TSD's.
  - f) Energy efficient Sand Mills installed in place of Ball Mills.
  - g) Draft Automation system implemented for the Combustion Air Supply of all the Bio-briquette fired Thermic Fluid Heaters.
  - h) Ring Main system implemented for Compressed Air Pipelines of all the Plants, to maintain uniform pressure distribution across the Air Pipeline network and reduce the compressor running hours, thereby resulting in huge energy saving.
  - i) Photo Sensors and Timers installed for Street Lights.
  - j) Automatic operation ( switching on/off ) of Cooling Tower fans based on the Cooling Water sump temperature.
  - k) Energy efficient IE2/IE3 motors are being used in all of our new projects.
  - l) Dust Extraction system with Automatic Dampers and VFD have been installed in all the Plants recently, which will result in reasonable energy savings.
  - m) Fluid Coupling installed in all the Ball Mills to reduce the Transmission losses and in turn the Energy losses.
  - n) The Specific Energy Consumption for Paints and Powder Coatings has been reduced by approximately 24% since FY 14-15 by adopting all the energy conservation measures. Compared to last FY, it has been reduced by approximately 3.5%.
  - o) 11862 MT Carbon foot print reduced in FY 20-21 by adopting all the energy savings measures, coupled with usage of Bio-briquette fired Thermic Fluid Heaters in the Resin Plants, in place of HSD fired Thermic Fluid Heaters.
- ii. Energy conservation measures for alternative energy usage:
- 1) Roof top Solar Power Plants installed at Hindupur, Jejuri, Rishra and Naltali Plants.
  - 2) Bio-Briquette fired Thermic Fluid Heaters installed at Rishra and Jejuri in place of HSD fired Thermic Fluid Heaters. The same was already installed in Puducherry, Jammu and Naltali Plants. Bio-briquettes being much greener fuel compared to HSD, we have been able to reduce huge amount of Carbon Foot print.

Apart from the above, the following steps have been taken from Process, Safety and Environment improvement aspect :

- 1) Zero Liquid Discharge ( ZLD ) system implemented in most of the Plants.
- 2) Fully Automatic cooling system controlled by PLC (Programmable Logic Controller) and DCS (Distributed Control System) installed for Styrene Storage Tanks. Redundancy for the cooling utility i.e. Chiller and accessories is there and in case of any failure/fault, there will be automatic change-over of the same along with audio visual alarm generation and SMS alert to selected plant personnel.
- 3) Static Earth Relay systems installed in all the Plants for Solvent/Tanker unloading, to arrest the Static Electricity generated in the tanker during the solvent/fuel unloading automatically, to prevent any untoward fire incident.

- 4) Dry Run Protection Relay installed for the Pumps to eliminate the chances of damage of the Pumps, by stopping the pumps automatically if the liquid is not available in the pump suction.
  - 5) Automatic fire Detection and Suppression system for the Electrical Panels with the best and latest Fire Extinguishing agent (Novec 1230) available, which has Zero Ozone Depletion Potential.
  - 6) Surge Protection devices for the Electrical Panels to safeguard the Electrical Equipment from any spike of Voltage.
  - 7) Forms of Electrical Separation in the Electrical Panels are being done as per the safest standard (IEC 61439) to eliminate the chances of electrocution of the Electricians during maintenance works.
6. Is the emission/waste generated by the Company within the permissible limits given by CPCB/SPCB for the financial year being reported?
- Emission/waste generated by the Company is within the permissible limits of CPCB/SPCB.
7. Number of show cause/legal notices received from CPCB/SPCB which is pending (i.e., not resolved to satisfaction) as on end of Financial Year: Nil.

## Principle 7

1. Is your Company a member of any trade and chamber or association? If yes, name only those major ones that your business deals with:
  - Indian Paint Association (IPA)
  - The Bengal Chamber of Commerce & Industry (BCCI)
  - Confederation of Indian Industry (CII)
2. Have you advocated/lobbied through above associations for the advancement or improvement of public good? Yes/No; if yes specify the broad areas :

The Company's employees, including its technical and legal experts, participate regularly in discussing various aspects of regulations relating to environment, use of various materials in paints and use of lead and in matters of taxation, economic reforms, etc. and meeting regulatory bodies for framing guidelines/policies in respect of these issues.

## Principle 8

1. Does the Company have specified programmes/initiatives/projects in pursuit of the policy related to Principle 8? If yes, details thereof.  
  
Yes. The Company's policy in this regard can be seen at the following web link - <https://www.bergerpaints.com/about-us/csr-policy.html>
2. Are the programmes/projects undertaken through in-house team/own foundation/external NGO/government structures/



any other organisation?

They are generally undertaken through in-house team with external involvement in a few cases.

3. Have you done any impact assessment of your initiative?

Please see the Report on CSR Activities/initiative annexed with the Directors' Report.

4. What is your Company's direct contribution to community development projects-amount in INR and the details of the projects undertaken?

Please see the Report on CSR Activities/initiative annexed with the Directors' Report.

5. Have you taken steps to ensure that this community development initiative is successfully adopted by the community? Please explain in 50 words, or so.

Please see the Report on CSR Activities/initiative annexed with the Directors' Report.

### Principle 9

1. What percentage of customer complaints/consumer cases are pending as at the end of financial year?

29 consumer cases were pending as on 31st March, 2021.

2. Does the Company display product information on the product label, over and above what is mandated as per local laws? Yes/No/N.A./Remarks (additional information).

All product information displayed by the Company adheres to and conforms to norms as mandated by law and do not convey misleading messages. Additionally, product information can be found in the Product Information Sheets which are available with the dealers of the Company and on the website of the Company and on some products.

3. Is there any case filed by any stakeholder against the Company regarding unfair trade practices, irresponsible advertising and/or anticompetitive behaviour during the last five years and pending as on end of financial year? If so, provide details thereof, in about 50 words or so: NIL.

4. Did your Company carry out any consumer survey/consumer satisfaction trends?

Consumer survey/feedback sessions/satisfaction level are conducted and ascertained and feedbacks obtained on a regular basis to assess the acceptance level of the Company along with regular market research studies conducted by agencies appointed by the Company.

### **CORPORATE GOVERNANCE**

FOR THE YEAR ENDED 31st MARCH, 2021

In accordance with the provisions of Regulations 17 to 27, 46 (2) (b) to (i) and Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("the Listing Regulations"), the report containing the details of Corporate Governance at Berger Paints India Limited is as follows:

Corporate Governance provides that a Company is directed in such a way that it performs efficiently and effectively, keeping in view the long term interest of the stakeholders, while respecting laws and regulations of land and contributing, as a responsible corporate citizen, to the national exchequers.

### **COMPANY'S PHILOSOPHY**

Berger Paints India Limited believes that credibility vests in good Corporate Governance procedures which help maintain professional, transparent, ethical and perpetual business. It encourages all its stakeholders' co-operation and such co-operation is enhanced as the Company adheres to the best governance practices.

### **BOARD OF DIRECTORS**

The Board has an optimum combination of Executive and Non-Executive Directors.

The Board comprises 10 Directors of which, 3 are Executive Directors (2 of whom are part of the promoter group), 2 are Non- Executive (both are part of the promoter group) and 5 are Non-Executive, Independent Directors as per the details given in the table provided in the next page. The composition of the Board is in conformity with Regulation 17 of the Listing Regulations read with Section 149 of the Companies Act, 2013 ("the Act").

The Chairman of the Board is a Non-Executive, Promoter Director. He is entitled to maintain an office in accordance with Regulation 27(1) read with Schedule-II (Part E) of the Listing Regulations. The Company reimburses the expenses incurred by the Chairman in the course of performance of his duties.

The names and categories of the Directors on the Board at the close of business hours on 31st March, 2021, their attendance at the Board meetings held during the year under review and at the last Annual General Meeting (AGM), name of other listed entities in which the Director is a director and the number of Directorships and Committee Chairmanships/ Memberships held by them in other public limited companies are given herein below:

Name of the Director	Category of Director	Attendance at Meetings		Directorship/Committee Memberships in other Companies (including Berger Paints India Limited)		Directorship in other Listed entities (Names of the listed entities and the category of directorship)
		No. of Board Meetings attended	Attendance at last AGM#	No. of Directorships in Public Limited Companies*	No. of Committee Memberships/ Chairmanship*	
MR KULDIP SINGH DHINGRA* (DIN-00048406)	NON-EXECUTIVE CHAIRMAN/ PROMOTER (NON-INDEPENDENT)	7	P	15	–	–
MR GURBACHAN SINGH DHINGRA* (DIN-00048465)	NON-EXECUTIVE VICE CHAIRMAN/ PROMOTER (NON-INDEPENDENT)	7	P	15	2 (Chairman of 1)	–
MR ABHIJIT ROY (DIN-03439064)	MANAGING DIRECTOR & CEO (NON-INDEPENDENT)	7	P	6	1	–
MS RISHMA KAUR* (DIN-00043154)	EXECUTIVE DIRECTOR (NON-INDEPENDENT, LADY DIRECTOR)	6	P	15	–	–
MR KANWARDIP SINGH DHINGRA* (DIN-02696670)	EXECUTIVE DIRECTOR (NON-INDEPENDENT)	7	P	5	–	–
MR NARESH GUJRAL (DIN-00028444)	NON-EXECUTIVE (INDEPENDENT)	5	P	13	1	–
MR PULAK CHANDAN PRASAD (DIN-00003557)	NON-EXECUTIVE (INDEPENDENT)	7	P	4	1	1 Vaibhav Global Limited (Non -Executive Director) 2 Justdial Limited (Non - Executive Director)
MR ANOOP HOON (DIN-00686289)	NON-EXECUTIVE (INDEPENDENT)	7	P	2	1	–
MRS SONU HALAN BHASIN (DIN-02872234)	NON-EXECUTIVE (INDEPENDENT, LADY DIRECTOR)	7	P	6	5 (Chairperson of 1)	1 Whirlpool of India Limited (Independent Director) 2 Sutlej Textiles And Industries Limited (Independent Director) 3 Indus Tower Limited (Independent Director)
DR ANOOP KUMAR MITTAL (DIN-05177010)	NON-EXECUTIVE (INDEPENDENT)	7	P	5	3	1. Unitech Limited (Nominee Director)

# P denotes present in the meeting

\* Please refer Notes below.

#### NOTES:

- Includes directorships in private companies but does not include body corporates incorporated outside India. Further, none of them is a member of more than ten committees or chairman/chairperson of more than five committees across all the public companies in which he/she is a Director.

For the purpose of determination of limit of the Board Committees, chairmanship and membership of the Audit Committee and Stakeholders' Relationship and Investor Grievance Committee have been considered as per Regulation 26(1)(b) of the Listing Regulations.

- Mr Kuldeep Singh Dhingra and Mr Gurbachan Singh Dhingra are brothers.
- Ms Rishma Kaur is the daughter of Mr Kuldeep Singh Dhingra and Mr Kanwardip Singh Dhingra is the son of Mr Gurbachan Singh Dhingra. Other directors are not related inter-se except the above.
- The status of independence is as per the requirement of the provisions of the Act as well as the Listing Regulations.

A chart or a matrix setting out the core skills/expertise/competence identified by the Board of Directors as required in the context of business and sector for it to function effectively and those actually available with the Board along with the names of Directors who have such skills/expertise/competence:

Name of Directors	Qualification	Skills/Expertise/Competence possessed, required for the business and actually available
Mr Kuldeep Singh Dhingra (Chairman)	Science Graduate, Hindu College, Delhi University	Mr Kuldeep Singh Dhingra is a promoter, an industrialist with long standing experience in the paint and related industries. His rich experience and expertise is helpful for the organic and inorganic growth of the business.
Mr Gurbachan Singh Dhingra (Vice Chairman)	Graduate	Mr Gurbachan Singh Dhingra is a promoter, an Industrialist and has a considerable experience in paint industry, especially in its technical aspects. His expertise is helpful for the business growth, its manufacturing and technical aspects.
Mr Abhijit Roy (Managing Director and Chief Executive Officer)	BE (Mechanical), Jadavpur University & Post Graduate Diploma in Management from IIM, Bangalore	Vast experience of accomplishing sales, understanding of market and consumers, contemporary marketing strategy, branding strategies and business promotion. He possesses leadership experience in handling financial management and strategic planning with a vision of the future.
Ms Rishma Kaur (Executive Director)	B.Sc (Hons.) in Business studies, University of Buckingham, U.K. Studied German language, University of Augsburg, Bavaria, Germany	Has got experience and knowledge in paint industry. She has been involved in development of business including those relating to large projects in decorative paints, development of marketing initiatives and corporate affairs.



Name of Directors	Qualification	Skills/Expertise/Competence possessed, required for the business and actually available
Mr Kanwardip Singh Dhingra (Executive Director)	Bachelor's degree in Chemical Engineering from University of Akron, Ohio, USA with specialization in Polymer Engineering and minor in Chemistry	Has got experience in Manufacturing and Process Engineering and accordingly contributes to setting up of various projects of the Company, its subsidiaries and associates, looking into its manufacturing and technical matters.
Mr Naresh Gujral (Non-Executive, Independent Director)	Fellow Member of the Institute of Chartered Accountants of India	An eminent industrialist and a social activist. He is the founder of Span India Group and is on the Board of a number of reputed companies. Expert in the field of management and decision making including policy related matters.
Mr Pulak Chandan Prasad (Non-Executive, Independent Director)	B.Tech, IIT, Delhi, Post Graduate Diploma in Management from IIM, Ahmedabad	He is an expert in the field of management and finance which is the key to decision making and framing of long term strategies. Has an understanding of complex business and regulatory environment, decision making capabilities and developing sound governance practices.
Mr Anoop Hoon (Non-Executive, Independent Director)	B.A. in Economics and Post Graduate in IR & PM from XLRI, Jamshedpur	Has experience in marketing, sales, organisational development, HR, supply chain and commercial functions. He also served as a Business Head of various leading Corporates where he was associated.
Mrs Sonu Halan Bhasin (Non-Executive, Independent Director)	B.Sc (Hons) in Mathematics, St Stephen's College, Delhi University and MBA: Faculty of Management Studies (FMS), Delhi University	Wide range of experience in handling financial management and developing management strategies. Expert in policy making, strategic planning and also authored a book on entrepreneurship and success.
Dr Anoop Kumar Mittal (Non-Executive, Independent Director)	B.E. in Civil Engineering, from Thapar Institute of Engineering & Technology, Punjab University, Patiala. He was conferred "Doctor of Philosophy" (Honoris Causa) - Chancellor, Singhania University	Wide range of expertise and experience in the sector of construction, infrastructure, real estate, advisory function, policy making and management. A renowned civil engineer, has helped develop various flagship schemes and has been a part of advisory and policy making in different government sectors.

## MEETINGS AND ATTENDANCE:

Seven Board Meetings were held during the year 2020-2021 and the gap between two consecutive Meetings did not exceed one hundred and twenty days. The Board Meeting dates for a calendar year are usually finalized in the previous calendar year to provide sufficient notice.

Six resolutions of the Board were passed by circulation during the financial year 2020-2021 and the dates of the Board Meetings were as follows:

SR. NO.	DATE OF MEETING	NO. OF DIRECTORS PRESENT
1	24th April, 2020	10
2	23rd June, 2020	10
3	14th August, 2020	10
4	7th October, 2020	10
5	5th November, 2020	10
6	18th December, 2020	08
7	9th February, 2021	09

## NOTES:

- No sitting fees are paid for attending the Board Meetings and Meetings of the Committees thereof.
- Required quorum was present at all Meetings.
- Compensation paid/payable to Non-Executive Directors is given under “Remuneration Policy” section of this report.
- The Minutes of the subsidiary companies are placed before the Board except in the case of Berger Paints Overseas Limited, Russia, where such Minutes are not required as per the laws of that land.

## INDEPENDENT DIRECTORS:

### I. Meetings:

As stipulated by the Code of Independent Directors under the Act and the Listing Regulations, a separate Meeting of the Independent Directors of the Company was held on 8th February, 2021 to review the performance of Non-Independent Directors (including the Chairman) and the Board as a whole. The Independent Directors also reviewed the quality, quantity and timeliness of flow of information between the Company's management and the Board that is necessary for the Board Members to effectively and reasonably perform their duties.

### II. Familiarization Programme for Independent Directors:

In order to encourage active participation from the Independent Directors and also to enable them to understand the business environment of the Company, a Familiarization Programme for the Independent Directors has been adopted and implemented.

Once appointed, the Independent Directors undergo Familiarization Programme of the Company. Necessary information and supportive documents in respect of paint industry, the regulatory environment under which the Company operates and Annual Reports of past financial years are provided to the Independent Directors. The Independent Directors hold one-on-one discussions with Key Functional Heads of the Company through a secured virtual platform to understand various functions which are critical to the business performance of the Company. The Independent Directors are also provided with financial results, internal audit findings, risk inventories and other specific documents as sought for from time to time. The Independent Directors are also made aware of all policies and Code of Conduct and Business Ethics adopted by the Board.

Details of the Familiarization Program imparted during the year under review has been uploaded on the website of the Company at [www.bergerpaints.com](http://www.bergerpaints.com) and is available at <https://www.bergerpaints.com/about-us/familiarization-program.html>.

### III. Formal Letter of Appointment:

In terms of the provisions of Regulation 46(2)(b) of the Listing Regulations and Section 149 of the Act, and Rules framed thereunder, the Independent Directors of the Company were appointed for a period of five years by the Members of the Company at the General Meetings. A formal letter of appointment setting out the terms and conditions of appointment, roles and functions, responsibilities, duties, fees and remuneration, liabilities, resignation/removal, etc., as specified under Schedule IV to the Act, has been issued to each of the Independent Directors subsequent to obtaining approval of the Members to their respective appointments. The terms and conditions of such appointment are also made available on the website of the Company and at <https://www.bergerpaints.com/about-us/standard-letter-of-appointment.html>.

### IV. As required under Regulation 25(8) of the Listing Regulations, the Independent Directors of the Company have confirmed that they are not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact their ability to discharge their duties. Based on the declarations and confirmations received from the Independent Directors, the Board of Directors confirmed that the Independent Directors of the Company meet the criteria of independence as stipulated under Regulation 16(1)(b) of the Listing Regulations read with Section 149(6) of the Act, and the rules framed thereunder and they are independent of the management.

Pursuant to Section 150(1) of the Act, read with the Companies (Accounts) Rules, 2014 all the Independent Directors of the Company are registered on the website of Institute of Corporate Affairs.

In compliance with Regulation 36(3) of the Listing Regulations read with the Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India (ICSI), the required information about the Directors proposed to be appointed/re-appointed has been annexed to the Notice convening the 97th Annual General Meeting.

None of the Directors on the Board holds directorships in more than ten public companies. None of the Independent Directors serve as an Independent Director on more than seven listed entities. Necessary disclosures regarding Committee positions in other public companies as on 31st March, 2021 have been made by the Directors.

### V. Dr Anoop Kumar Mittal (DIN: 05177010) was appointed as a Non- Executive, Independent Director by the shareholders at the 96th Annual General Meeting of the Company pursuant to the provisions of the Companies Act, 2013.

## COMMITTEES OF DIRECTORS:

### I. AUDIT COMMITTEE:

The Composition, Meetings and Attendance of the Audit Committee is as under:

SR. NO.	NAME OF DIRECTORS	CATEGORY	NO. OF MEETINGS ATTENDED
1	MRS SONU HALAN BHASIN	CHAIRPERSON	4
2	MR GURBACHAN SINGH DHINGRA	MEMBER	4
3	MR PULAK CHANDAN PRASAD	MEMBER	4
4	MR NARESH GUJRAL	MEMBER	4
5	DR ANOOP KUMAR MITTAL	MEMBER	4

Mr Arunito Ganguly acts as the Secretary to the Audit Committee.

### NOTES:

- The quorum for Independent Directors as required under Regulation 18(2)(b) of the Listing Regulations was complied with during the year.
- Invitees/Participants:
  - Mr Abhijit Roy, Managing Director & CEO and Mr Srijit Dasgupta, Director – Finance & CFO are permanent invitees to all Audit Committee Meetings. The Committee also invites Members of the Board to attend Meetings of the Committee as per their convenience.
  - Head of the Internal Audit Department attends all the Audit Committee Meetings and briefs the Committee on all the points covered in the Internal Audit Report.
  - The representatives of the Statutory Auditors have attended the Audit Committee Meetings held during the year.

The terms of reference of the Audit Committee covers the matters specified under the Listing Regulations read with Section 177 of the Act.

Roles & Responsibilities of the Audit Committee, *inter-alia*, includes, the following:

- Overseeing the Financial Reporting process.
- Disclosure of financial statements.
- Recommending appointment/removal of external Auditors and fixing their remuneration.
- Reviewing the quarterly and annual financial statements before submission to the Board.
- Reviewing the adequacy of the internal audit function including the structure and staffing of the internal audit department.
- Ensuring adequacy of the internal control system.
- Reviewing findings of internal investigations.
- Discussing the scope of audit with internal auditors.

- Reviewing the Company's financial and risk management policies, looking into reasons for substantial defaults, if any, of non-payment to stakeholders.
- Granting omnibus approval for related party transactions proposed to be entered by the Company under Section 177 of the Act.

Twenty-two resolutions by circulation were passed by the Audit Committee and four Audit Committee Meetings were conducted during the year 2020-2021 as detailed below:

SR. NO.	DATE OF MEETING
1	23.06.2020
2	14.08.2020
3	05.11.2020
4	09.02.2021

## II. COMPENSATION AND NOMINATION AND REMUNERATION COMMITTEE:

The Compensation and Nomination and Remuneration Committee's ("the Remuneration Committee") constitution and terms of reference are in compliance with the provisions of Section 178 of the Act and Regulation 19 of the Listing Regulations. The Remuneration Committee fulfils the roles as laid out in the Act and as per roles specified in Part D of Schedule II of the Listing Regulations which are as below:

- (1) Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board of Directors a policy relating to the remuneration of the directors, key managerial personnel and other employees.
- (2) Formulation of criteria for evaluation of performance of Independent Directors and the Board of Directors.
- (3) Devising a policy on diversity of Board of Directors.
- (4) Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board of Directors their appointment and removal.
- (5) Whether to extend or continue the term of appointment of the Independent Directors, on the basis of the report of performance evaluation of Independent Directors.
- (6) Recommend to the board, all remuneration, in whatever form, payable to senior management.

**The Composition, Meetings and Attendance of the Remuneration Committee is as under:**

SR. NO.	NAME OF DIRECTORS	CATEGORY	NO. OF MEETINGS ATTENDED
1	MR ANOOP HOON	CHAIRMAN	1
2	MR KULDIP SINGH DHINGRA	MEMBER	1
3	MR PULAK CHANDAN PRASAD	MEMBER	1
4	DR ANOOP KUMAR MITTAL	MEMBER	1

Mr Arunito Ganguly acts as the Secretary to the Remuneration Committee.



Four Resolutions by Circulation of the Remuneration Committee were passed and one Remuneration Committee Meeting was held during the year 2020-2021 on 8th February, 2021.

## EMPLOYEE STOCK OPTION PLAN

Your Company had earlier re-introduced the ESOP Scheme, aligned with the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 in the year 2016 in accordance with the approval of the members granted at the Annual General Meeting held on 3rd August, 2016, to reward eligible employees.

In accordance with the aforesaid scheme of 2016, the Compensation and Nomination and Remuneration Committee has granted 78,074 options on 14/01/2021 to 197 eligible employees (including 1,486 to Mr Abhijit Roy being Key Managerial Personnel) and further granted 2574 options on 10/02/2021 to 9 eligible employees and has also allotted 75,257 equity shares of ₹1 each (face value) to eligible employees (including Key Managerial Personnel as per details below) upon exercise of their options earlier granted to them. The allotment of the aforesaid shares were made on 28th December, 2020.

In accordance with Rule 12 of the Companies (Share Capital and Debenture) Rules, 2014, the Company had allotted shares to Key Managerial Personnel (KMPs) on 28th December, 2020, on their exercising the options earlier granted to them and the details of the allotments made are given herein-

NAME OF KMPs	DESIGNATION	NO. OF EQUITY SHARES ALLOTTED
MR ABHIJIT ROY	MANAGING DIRECTOR & CEO	1,926 shares
MR SRIJIT DASGUPTA	DIRECTOR-FINANCE & CFO	1,482 shares

For further details, please refer to **Annexure II** to the Directors' Report where detailed information required to be disclosed in terms of the provisions of the SEBI (Share Based Employee Benefits) Regulations, 2014 are enclosed.

Please also visit the weblink: <https://www.bergerpaints.com/investors/esop-disclosure.html>. for disclosures under Regulation 14 of the aforesaid Regulations.

## PERFORMANCE EVALUATION CRITERIA FOR INDEPENDENT DIRECTORS:

Your Company understands the requirements of an effective Board Evaluation process and accordingly conducts the Performance Evaluation every year in respect of the following:

- i. Board of Directors as a whole.
- ii. Committees of the Board of Directors.
- iii. Individual Directors including the Chairman of the Board of Directors.

In compliance with the requirements of the provisions of Section 178 of the Act, the Listing Regulations and the Guidance Note on Board Evaluation issued by SEBI in January 2017, your Company has carried out a performance evaluation process internally for the Board/Committees of the Board/Individual Directors including the Chairman of the Board of Directors for the financial year ended 31st March, 2021. During the year under review, the Company has complied with all the criteria of Evaluation as envisaged in the SEBI Circular on 'Guidance Note on Board Evaluation'.

The key objectives of conducting the Board Evaluation process were to ensure that the Board and various Committees of the Board have appropriate composition of Directors and they have been functioning collectively to achieve common business goals of your Company. Similarly, the key objective of conducting performance evaluation of the Directors through individual assessment and peer assessment was to ascertain if the Directors actively participate in the Board/Committee Meetings and contribute to achieve the common business goals of the Company.

The Directors carry out the aforesaid performance evaluation in a confidential manner and provide their feedback on a rating scale of 1-5. Duly completed formats were sent to the Chairman of the Board and the Chairman/Chairperson of the respective Committees of the Board for their consideration. The performance evaluation feedback of the Chairman was sent to the Chairman of the Remuneration Committee.

This year also, the outcome of such performance evaluation exercise was discussed at a separate Meeting of the Independent Directors held on 8th February, 2021 and was later tabled at the Remuneration Committee Meeting held on 8th February, 2021. The Remuneration Committee forwarded their recommendation based on such performance evaluation process to the Board of Directors and the same was tabled at the Board Meeting held on 9th February, 2021.

After completion of internal evaluation process, the Board of Directors at its Meeting held on 9th February, 2021, also discussed the performance evaluation of the Board, its Committees and individual directors. The performance evaluation of independent directors of the Company were done by the entire Board of Directors, excluding the independent directors being evaluated and after being satisfied with the outcome, it was noted that the Committees are working effectively.

Pursuant to Section 178(3) of the Act and Regulation 17(6) of the Listing Regulations, the Remuneration Committee is entrusted with responsibility of formulating criteria for determining qualifications, positive attributes and independence of an independent director. This can be viewed at <https://www.bergerpaints.com/about-us/criteria-policy.html>.

#### **REMUNERATION OF DIRECTORS:**

In compliance with the requirements of Section 178 of the Companies Act, 2013, Rules framed thereunder and pursuant to the provisions of Regulation 19(4) of the Listing Regulations, the Board of Directors of the Company has adopted a Nomination and Remuneration Policy for the Directors, Key Managerial Personnel (KMPs), Senior Management Personnel (SMPs), Functional Heads and other employees of the Company. The policy provides for criteria and qualifications for appointment of Directors, KMPs and SMPs, remuneration paid/payable to them, Board diversity, etc. The said policy has been uploaded on the website of the Company at <https://www.bergerpaints.com/about-us/remuneration-policy.html>.

The remuneration of Directors is as under:

## A. EXECUTIVE DIRECTORS

The details of the remuneration paid to the Executive Directors for the Financial Year 2020-2021 are as follows:

PARTICULARS	MR ABHIJIT ROY (₹)	MR KANWARDIP SINGH DHINGRA (₹)	MS RISHMA KAUR (₹)
<b>FIXED COMPONENTS:</b>			
CONSOLIDATED SALARY	2,76,60,393	44,69,957	44,69,957
COMPANY'S CONTRIBUTION TO PROVIDENT FUND, GRATUITY AND SUPERANNUATION FUND	47,30,790	1,74,880	1,77,880
ALLOWANCES AND ESTIMATED PERQUISITES IN KIND	30,00,256	2,33,718	2,26,257
<b>VARIABLE COMPONENTS:</b>			
SEVERANCE FEES	-	-	-
COMMISSION	63,78,000	-	-
PERFORMANCE INCENTIVE	-	3,28,702	3,28,702
ESOP DETAILS	12,44,485	-	-
<b>TOTAL</b>	<b>4,30,13,924*</b>	<b>52,07,257</b>	<b>52,02,796</b>

\* Includes the value of ESOPs.

## B. NON-EXECUTIVE DIRECTORS:

The Board of Directors upon recommendation of Compensation and Nomination and Remuneration Committee decides on the remuneration of the Non-Executive Directors in accordance with the provisions of the Articles of Association of the Company subject to the approval of the Members. Such remuneration is also in line with the Remuneration Policy of the Company and in terms of the specific requirements under the Act and the Listing Regulations.

Remuneration by way of sitting fees for attending Board Meetings were paid to the Non-Executive, Independent Directors upto the Board Meeting held on 5th August, 2019. Thereafter, the Board discussed and the Non-Wholetime Directors waived their right to receive sitting fees for the future meetings of the Board.

The Non-Executive Directors are also entitled to a Commission on Net Profits not exceeding 1% in aggregate of the Net Profits computed in the manner referred to in Section 198 of the Act and Rules framed thereunder, subject to a maximum of Rupees one crore every year, distributed among them based on the time devoted, advice rendered and expertise lent to the Company. The same was approved by the Members at the Annual General Meeting held on 4th August, 2017.

The details of the remuneration paid to the Non-Executive Directors for the Financial Year 2020-2021 are as follows:

NAME OF DIRECTORS	COMMISSION (₹)	SITTING FEES (₹)	TOTAL (₹)
MR KULDIP SINGH DHINGRA	15,00,000	-	15,00,000
MR GURBACHAN SINGH DHINGRA	8,35,000	-	8,35,000
MR NARESH GUJRAL	6,00,000	-	6,00,000
MR PULAK CHANDAN PRASAD	-	-	-
MR ANOOP HOON	6,00,000	-	6,00,000
MRS SONU HALAN BHASIN	6,00,000	-	6,00,000
DR ANOOP KUMAR MITTAL	6,00,000	-	6,00,000
<b>TOTAL</b>	<b>47,35,000</b>	<b>-</b>	<b>47,35,000</b>

Total number of equity shares of (₹) 1/- each held by Key Managerial Personnel( KMPs) as on 31st March, 2021 is as follows:

NAME OF KMPs	DESIGNATION	NUMBER OF EQUITY SHARES HELD
MR ABHIJIT ROY	MANAGING DIRECTOR & CEO	75,130
MR SRIJIT DASGUPTA	DIRECTOR-FINANCE & CFO	91,498
MR ARUNITO GANGULY	VICE PRESIDENT & COMPANY SECRETARY	NIL

### III. SHAREHOLDERS' COMMITTEES:

#### A. SHARE TRANSFER COMMITTEE:

The Composition, Meetings and Attendance of the Share Transfer Committee is as under:

SR. NO.	NAME OF DIRECTORS	CATEGORY	NUMBER OF MEETINGS ATTENDED
1	MR ABHIJIT ROY	CHAIRMAN	6
2	MR SRIJIT DASGUPTA	MEMBER	6
3	MR ANOOP HOON	MEMBER	6
4	MR ARUNITO GANGULY	MEMBER	6

Eleven resolutions by circulation of the Share Transfer Committee were passed and six Share Transfer Committee Meetings were held during the financial year 2020-2021 as detailed below:

SR. NO.	DATE OF MEETING
1.	30.09.2020
2.	31.10.2020
3.	30.11.2020

SR. NO.	DATE OF MEETING
4.	30.01.2021
5.	27.02.2021
6.	31.03.2021

## B. STAKEHOLDERS' RELATIONSHIP AND INVESTOR GRIEVANCE COMMITTEE:

The Composition, Meetings and Attendance of the Stakeholders' Relationship and Investor Grievance Committee is as under:

SR. NO.	NAME OF DIRECTORS	CATEGORY	NO. OF MEETINGS ATTENDED
1	MR GURBACHAN SINGH DHINGRA	CHAIRMAN	1
2	MR ABHIJIT ROY	MEMBER	1
3	MR ANOOP HOON	MEMBER	1

Mr Arunito Ganguly acts as the Secretary of the Stakeholders' Relationship and Investor Grievance Committee.

The Chairman of the Committee was present at the Annual General Meeting held on 25th September, 2020 to answer the queries of shareholders.

The amended Listing Regulations require the Stakeholders' Relationship and Investor Grievance Committee of the Board to oversee apart from addressing normal grievances of investors, broadly the following w.e.f. 1st April, 2019, being the terms of reference:

- (1) Resolving the grievances of the security holders of the listed entities including complaints related to transfer/transmission of shares, non-receipt of annual report, non-receipt of declared dividends, issue of new/duplicate certificates, General Meetings etc.
- (2) Review of measures taken for effective exercise of voting rights by shareholders.
- (3) Review of adherence to the service standards adopted by the listed entities in respect of various services being rendered by the Registrar & Share Transfer Agent.
- (4) Review of the various measures and initiatives taken by the listed entities for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders of the Company.

One Stakeholders' Relationship and Investors Grievance Committee Meeting was held on 26th March, 2021 during the financial year 2020-2021.

### SHAREHOLDERS' COMPLAINTS RECEIVED DURING THE YEAR:

- No. of Complaints received during the year : 10
- No. of Complaints resolved during the year : 10
- No. of Complaints not resolved to the satisfaction of shareholders : NIL
- Pending Complaints as on 31st March, 2021 : NIL



#### IV. BUSINESS PROCESS AND RISK MANAGEMENT COMMITTEE:

The Board of Directors have defined the procedures, practices, roles and responsibilities of the above mentioned Committee and has delegated monitoring and reviewing of the Risk Management Plan and Policy to the Committee and such other functions as it has deemed fit. The terms of reference of the Committee are as follow:

- Framework for identification of internal and external risk, overseeing and monitoring implementation of the Risk Management Policy.
- Validating the process and procedure of Risk Management and Risk Mitigation.
- Periodically reviewing, evaluating the adequacy of Risk Management Systems.
- Keeping the Board of Directors informed about the nature and contents of the discussions in the Risk Management Committee, recommendations and actions to be taken pursuant to the discussions.

**The Composition, Meetings and Attendance of Business Process and Risk Management Committee is as under:**

SR. NO.	NAME OF DIRECTORS	CATEGORY	NO. OF MEETINGS ATTENDED
1	MR GURBACHAN SINGH DHINGRA	CHAIRMAN	3
2	MR ABHIJIT ROY	MEMBER	3
3	MS RISHMA KAUR	MEMBER	3
4	MR KANWARDIP SINGH DHINGRA	MEMBER	3
5	MR SRIJIT DASGUPTA	MEMBER	3
6	MR ANIL BHALLA	MEMBER	3
7	MR ANOOP HOON	MEMBER	3

Mr Arunito Ganguly acts as the Secretary of the Business Process and Risk Management Committee.

Three Business Process and Risk Management Committee meetings were convened during the financial year 2020-2021 and the dates are as follows:

SR. NO.	DATE OF MEETING
1	21.08.2020
2	24.11.2020
3	12.03.2021

#### V. CORPORATE SOCIAL RESPONSIBILITY

Pursuant to the provisions of Section 135, read with Schedule VII of the Act, the Corporate Social Responsibility (CSR) Committee had been formed. The terms of reference of the CSR Committee, *inter-alia*, are as follows:

- Formulating and recommending to the Board, a CSR Policy.
- Recommending the amount of expenditure to be incurred on CSR activities.
- Monitoring CSR Policy.
- The manner of execution of the CSR projects/programmes.

The Ministry of Corporate Affairs has vide notification dated 22nd January, 2021 number G.S.R.40(E) advised corporates to realign their CSR activities. The Company has accordingly adopted a new policy pursuant to the recommendation by the CSR Committee and duly adopted by the Board of Directors at its meeting held on 26th May, 2021 and the amended policy can be viewed at <https://www.bergerpaints.com/about-us/csr-policy.html>

The scope of the CSR activities is contained in the above mentioned link. The Role of the CSR Committee is as follows:-

- Recommend, formulate and conduct CSR activities approved by the Board of Directors of the Company and ensure compliance of such CSR activities with the provisions of Schedule VII of the Companies Act, 2013.
- Review, allocate, approve and recommend the budget for the CSR expenditures to be undertaken by the Company on an annual basis.
- Monitoring compliance of the CSR Policy and the expenditures incurred on CSR activities.
- The list of CSR projects or programmes that are approved to be undertaken in areas or subjects specified in Schedule VII of the Act and the Rules made thereunder as amended from time to time;
- In case any of the CSR Activities to be undertaken are anticipated to be long term i.e. an ongoing project being for a term of 3 (three) years excluding the financial year in which it has commenced, then an estimate on implementation schedule or milestones should be submitted by the CSR Committee to the Board of Directors.
- The manner of execution of such projects or programmes as specified above.

The Company shall ensure that its CSR Committee will oversee the implementation of the various CSR activities and projects undertaken by the Company, in compliance with the provisions of Section 135 of the Companies Act, 2013 and the rules framed thereunder.

**The Composition, Meetings and Attendance of CSR Committee is as under:**

SR. NO.	NAME OF DIRECTORS	CATEGORY	NO. OF MEETINGS ATTENDED
1	MR KULDIP SINGH DHINGRA	CHAIRMAN	1
2	MR ABHIJIT ROY	MEMBER	1
3	MR SRIJIT DASGUPTA	MEMBER	1
4	MR ANIL BHALLA	MEMBER	1
5	MR KANWARDIP SINGH DHINGRA	MEMBER	1
6	MS RISHMA KAUR	MEMBER	1
7	DR ANOOP KUMAR MITTAL	MEMBER	1
8	MR ARUNITO GANGULY	MEMBER	1

Mr Arunito Ganguly also acts as the Secretary to the CSR Committee.

One CSR Committee Meeting was held on 8th February, 2021 during the Financial Year 2020-2021.

## VI. COMMITTEE OF DIRECTORS FOR REGULAR MATTERS

Though not mandatory, the Committee was formed and reconstituted on 26th September, 2014 whose primary function is to grant approvals and authority to the employees of the Company to conduct routine business, such as opening/closing of bank accounts, change in authorised signatories, authorisation for appearance before court, tax authorities, etc. which require immediate approval.

**The Composition, Meetings and Attendance of Committee of Directors for Regular Matters is as under:**

SR. NO.	NAME OF DIRECTORS	CATEGORY	NO.OF MEETINGS ATTENDED
1	MR KULDIP SINGH DHINGRA	CHAIRMAN	6
2	MR ABHIJIT ROY	MEMBER	23
3	MR ANOOP HOON	MEMBER	23

Mr Arunito Ganguly acts as the Secretary to the Committee of Directors for Regular Matters.

Twenty Three Meetings of the above committee were convened during the financial year 2020-2021 and the dates are as follows:

SR. NO.	DATE OF MEETING	SR. NO.	DATE OF MEETING	SR. NO.	DATE OF MEETING
1	16.05.2020	9	01.09.2020	17	31.12.2020
2	19.05.2020	10	16.09.2020	18	15.01.2021
3	01.06.2020	11	30.09.2020	19	29.01.2021
4	16.06.2020	12	16.10.2020	20	15.02.2021
5	30.06.2020	13	30.10.2020	21	01.03.2021
6	16.07.2020	14	16.11.2020	22	17.03.2021
7	31.07.2020	15	30.11.2020	23	31.03.2021
8	17.08.2020	16	16.12.2020		

## GENERAL BODY MEETINGS:

Date, Time and Venue of the last three Annual General Meetings were as follows:

FINANCIAL YEAR	VENUE	DATE	TIME	WHETHER SPECIAL RESOLUTION PASSED
2017-18	KALAMANDIR 48, SHAKESPEARE SARANI KOLKATA 700 017	03.08.2018	11:00 a.m.	YES
2018-19	KALAMANDIR 48, SHAKESPEARE SARANI KOLKATA 700 017	05.08.2019	11:00 a.m.	YES
2019-20	Video Conferencing	25.09.2020	11:00 a.m.	NO

## POSTAL BALLOT:

The Company did not conduct any business through Postal Ballot during the year under review.

## DISCLOSURES:

- A. As per the amended Listing Regulations, a certificate from a Company Secretary in practice stating that none of the directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as the directors of companies by the SEBI Board/Ministry of Corporate Affairs or any such statutory authority is annexed to this Corporate Governance Report (**Annexure-B**).
- B. The Board has accepted all the recommendations of the various committees of the SEBI Board which is mandatorily required in the relevant financial year.
- C. The Company has not entered into any materially significant related party transaction which would have potential conflict with the interest of the Company at large.
- D. The Company has complied with all the applicable requirements of the Listing Regulations.
- E. Vigil Mechanism/Whistle Blower Policy has been framed by the Company and no personnel have been denied access to the Audit Committee.
- F. The Company has complied with all the mandatory requirements of Regulation 27(2) of the Listing Regulations and the following non-mandatory requirement have been adopted by the Entity:
1. **Non-Executive Chairman's Office:** The Chairman's office is separate from that of the Managing Director & CEO. He is entitled to maintain an office at the Company's expense and the Company reimburses the expenses incurred by the Chairman in the course of performance of his duties.
  2. **Separate posts of Chairman and Managing Director & CEO:** The Chairman of the Board is a Non-Executive, Promoter.
- G. The weblink where policy for determining 'material' subsidiaries is disclosed and can be viewed at <https://www.bergerpaints.com/about-us/rpt-policy.html>.
- H. The weblink where policy on dealing with related party transactions can be viewed at <https://www.bergerpaints.com/about-us/rpt-policy.html>.
- I. The Company has followed all relevant IND AS while preparing its financial statements.
- J. No penalties or strictures have been imposed on the Company by any Stock Exchange or SEBI or any Statutory Authority on any matter related to capital markets during the last three financial years.
- K. The total fees (FY 2020-2021) for all services amounting to ₹0.78 crore was payable by the listed entity and its subsidiaries, on a consolidated basis, to the statutory auditor (S. R. Batliboi & Co. LLP) and all entities in the network firm/network entity of which the statutory auditor is a part, as under:

NAME OF THE COMPANY	NATURE OF SERVICES	AMOUNT ( ₹ in Crore)
Berger Paints India Limited Group	Fees for Audit and Related Services including out of pocket expense	0.78
	Other Fees paid	-
<b>Total</b>		<b>0.78</b>

- L. Disclosure of commodity price risks and commodity hedging activities. See **Annexure – A** attached to this Corporate Governance Report.
- M. No fund was raised through preferential allotment or qualified institutional placement as specified under Regulation 32 (7A) of the Listing Regulations.
- N. Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:
- Number of Complaints filed during the financial year : NIL
  - Number of Complaints disposed of during the financial year : NIL
  - Number of Complaints pending as at the end of the financial year : NIL

#### DISCRETIONARY REQUIREMENTS UNDER REGULATION 27 OF THE LISTING REGULATIONS:

A status of compliance with discretionary recommendations of Regulation 27(1) of the Listing Regulations is provided below:

- Shareholders' Rights:** The quarterly and half-yearly financial performances along with significant events are published in the newspapers and are also posted on the Company's website.
- Modified Opinion in Auditor's Report:** The Company's financial statement for the year ended 31st March, 2021 does not contain any modified audit opinion.

#### MEANS OF COMMUNICATION:

- The quarterly and half-yearly financial results of the Company are published in leading English and vernacular dailies namely Business Standard, Dainik Statesman, Aajkaal, Financial Express. Such results are also uploaded on the Company's website at <https://www.bergerpaints.com/investors/quarterly-reports.html>.
- Any other such important announcement press/news release is published by the Company in leading English and Bengali dailies and also uploaded on the website.
- Since all the information are published in leading newspapers as well as displayed in the Company's website, hence no individual information to the shareholders are provided.
- Presentations made to Institutional Investors and Analysts are uploaded on the website: [www.bergerpaints.com](http://www.bergerpaints.com).

#### CODE OF CONDUCT:

The Board has laid down a Code of Conduct for all the Board members and senior management of the Company, and they have affirmed the same. The Code of Conduct includes all the applicable duties of Independent Directors as laid down in Schedule IV of the Act. The Independent Directors shall be held liable, only in respect of such acts of omission or commission by the Company which had occurred



with their knowledge, attributable through Board processes, and with their consent or connivance or where they had not acted diligently with respect to the provisions of the Listing Regulations.

The Code of Conduct has been uploaded on the Company's website at <https://www.bergerpaints.com/about-us/code-of-conduct-Independent-directors.html>. The Certificate of Affirmation in respect of compliance has been appended as a part of Corporate Governance Report.

#### **NO. OF SHARES AND CONVERTIBLE INSTRUMENTS HELD BY THE NON-EXECUTIVE DIRECTORS:**

The Company does not have any convertible instruments. The number of equity shares held by Non-Executive Directors at the close of business hours on 31st March, 2021 is given below:

SR. NO.	NAME OF NON-EXECUTIVE DIRECTORS	NUMBER OF SHARES HELD BY THEM
1.	MR KULDIP SINGH DHINGRA	54,88,071
2.	MR GURBACHAN SINGH DHINGRA	44,21,888
3.	MR PULAK CHANDAN PRASAD	–
4.	MR NARESH GUJRAL	7,000
5.	MR ANOOP HOON	–
6.	MRS SONU HALAN BHASIN	–
7.	DR ANOOP KUMAR MITTAL	–

Place: Kolkata

Dated: 26th May, 2021

On behalf of the Board of Directors

**Kuldip Singh Dhingra**

Chairman

(DIN: 00048406)

**DECLARATION UNDER REGULATION 34(3) READ WITH PART D OF SCHEDULE V OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

As provided under Regulation 34(3) read with Part D of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), the Board members and the senior management personnel have affirmed compliance with the Code of Conduct of the Company for the year ended 31st March, 2021. The said Code of Conduct has also been uploaded by the Company on its website: [www.bergerpaints.com](http://www.bergerpaints.com).

Place: Kolkata

Dated: 26th May, 2021

**Abhijit Roy**  
Managing Director  
& Chief Executive Officer  
(DIN: 03439064)

[Annexure to Corporate Governance Report]

### GENERAL SHAREHOLDERS' INFORMATION

**ANNUAL GENERAL MEETING** : **DAY AND DATE** - Friday, 27th August, 2021.

**TIME** - 11:00 AM.

**VENUE** - To be held through VC/OAVM.

**FINANCIAL YEAR** : The accounting year covers the period from 1st April, 2020 to 31st March, 2021.

**Financial Reporting for the quarters ending on:**

30th June, 2021 (unaudited) – By 14th August, 2021

30th September, 2021 (unaudited) – By 14th November, 2021

31st December, 2021 (unaudited) – By 14th February, 2022

31st March, 2022 (audited) – By 30th May, 2022

[Note: The above dates are indicative in nature]

**BOOK CLOSURE DATES** : Book closure commences on 21st August, 2021 and ends on 27th August, 2021, both days inclusive.

**DIVIDEND PAYMENT DATE** : Dividend, if declared will be paid on 9th September, 2021.

**LISTING ON STOCK EXCHANGES ALONG WITH THE STOCK CODES** : **The shares of the Company are listed on the following Stock Exchanges:**

- **NATIONAL STOCK EXCHANGE (NSE)**  
National Stock Exchange of India Limited  
“Exchange Plaza”, Plot no. C-1, G Block  
Bandra Kurla Complex, Bandra (E) Mumbai 400 051.  
**Stock Code: BERGEPAINT**
- **BOMBAY STOCK EXCHANGE (BSE)**  
BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai 400 001.  
**Stock Codes: 509480**
- **CALCUTTA STOCK EXCHANGE (CSE)**  
The Calcutta Stock Exchange Limited  
7, Lyons Range, Kolkata 700 001.  
**Stock Codes: 12529**

**DEPOSITORIES** : a) **NATIONAL SECURITIES DEPOSITORY LIMITED**  
Trade World, A Wing, 4th & 5th Floors, Kamala Mills Compound, Lower Parel  
Mumbai 400 013.

b) **CENTRAL DEPOSITORY SERVICES (INDIA) LIMITED**  
Marathon Futurex, A-Wing, 25th Floor,  
NM Joshi Marg, Lower Parel (East), Mumbai 400 013.

**ISIN No.** : **INE463A01038**

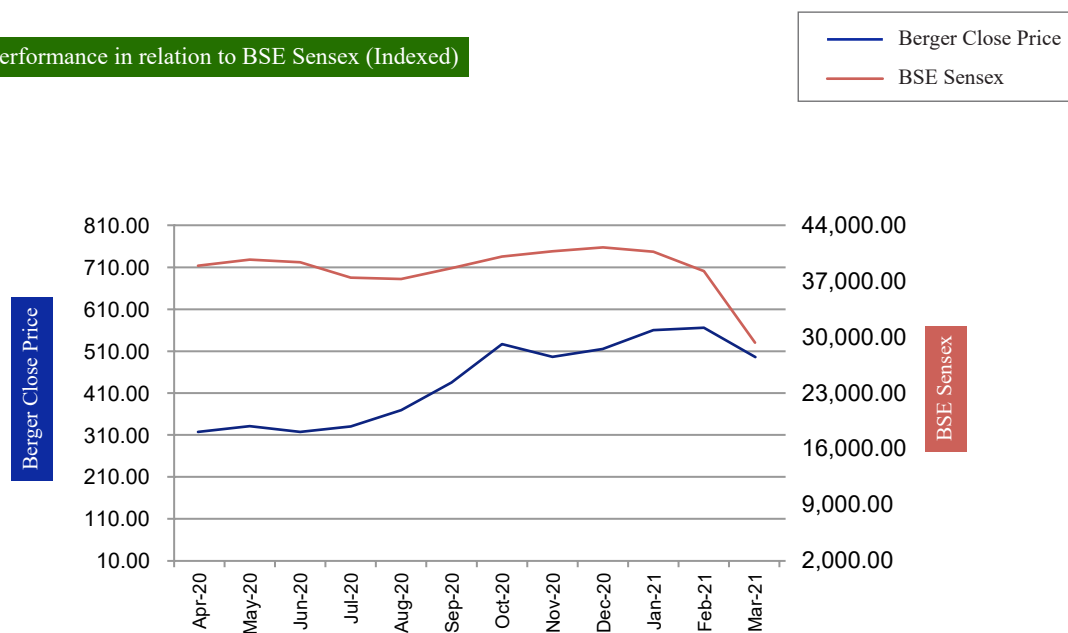
## GENERAL SHAREHOLDERS' INFORMATION

### MARKET PRICE (HIGH/LOW) AT BSE DURING EACH MONTH FOR THE FINANCIAL YEAR 2020-2021

Month	High (₹)	Low (₹)
April 2020	545.00	443.05
May 2020	505.00	431.55
June 2020	551.40	471.85
July 2020	536.90	488.45
August 2020	581.50	518.85
September 2020	599.50	539.70
October 2020	637.95	582.65
November 2020	675.45	618.20
December 2020	761.75	643.00
January 2021	824.80	700.10
February 2021	792.10	675.00
March 2021	773.00	680.00

### SHARE PERFORMANCE IN RELATION TO BSE SENSEX

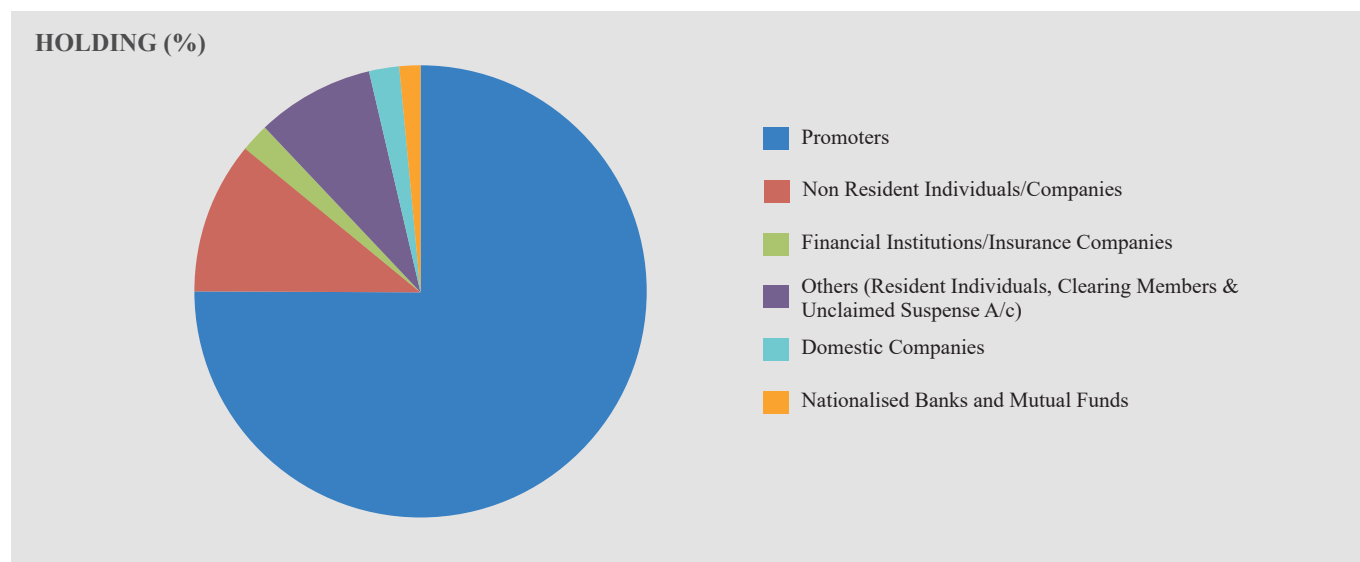
Share Performance in relation to BSE Sensex (Indexed)



NUMBER OF SHAREHOLDERS AS ON 31ST MARCH, 2021:

1,66,656

## SHAREHOLDING PATTERN AS ON 31ST MARCH, 2021



Status	Holding	%
Promoter- Foreign	14,06,56,782	14.48
Promoter- Body corporate	55,53,99,058	57.18
Promoters- Individual	3,22,63,861	3.32
Non Resident Individuals/Companies	11,17,59,560	11.51
Alternate Investment Fund	8,96,868	0.09
Venture Capital	7,42,885	0.08
Financial Institutions/Insurance Companies/Bank	2,93,55,283	3.02
Others (Resident)	6,90,42,728	7.11
Mutual Fund	80,06,048	0.82
Domestic Companies	1,63,88,947	1.69
IEPF	62,74,035	0.65
Unclaimed Suspense Demat Account	5,08,982	0.05
<b>TOTAL</b>	<b>97,12,95,037</b>	<b>100.00</b>



### DISTRIBUTION OF SHAREHOLDING AS AT 31ST MARCH, 2021

SHAREHOLDING OF NOMINAL VALUE (RANGE OF SHARES)		SHARE AMOUNT		DETAILS		
(₹)		(₹)	% OF TOTAL	NO. OF SHAREHOLDERS	NO. OF SHARES	% OF TOTAL
1	5000	26287234	2.71	162686	26287234	97.62
5001	10000	13070320	1.35	1874	13070320	1.13
10001	20000	17036112	1.75	1236	17036112	0.74
20001	30000	7394657	0.76	304	7394657	0.18
30001	40000	5363004	0.55	157	5363004	0.09
40001	50000	3114095	0.32	71	3114095	0.04
50001	100000	9499473	0.98	141	9499473	0.09
100001	& Above	889530142	91.58	187	889530142	0.11
<b>TOTAL</b>		<b>971295037</b>	<b>100.00</b>	<b>166656</b>	<b>971295037</b>	<b>100.00</b>

### SHARE TRANSFER SYSTEM:

Shares sent for physical transfer are effected within 10 working days of lodgement. Approval for registration of share transfer, transmission etc. is normally obtained from the Share Transfer Committee by means of circular resolutions/at meetings within every 10-11 days (if through circular resolutions) and once in every month (if through a meeting). The total number of shares transferred in physical form during the year 2020-2021 was NIL as compared to 23347 shares during 2019-2020. The shares transferred to the Investor Education and Protection Fund (IEPF) Account pursuant to Circular No. 12/2017 of the Ministry of Corporate Affairs, during the year 2020-2021 were 234791 equity shares covering 127 folios.

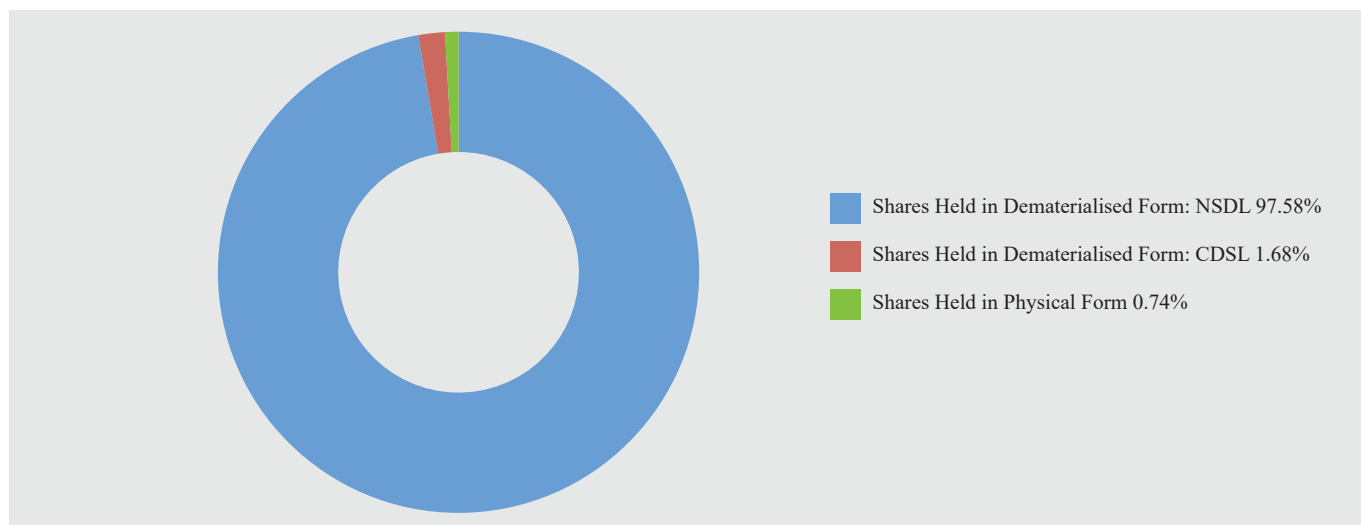
### DEMATERIALIZATION OF SHARES AND LIQUIDITY AS ON 31ST MARCH, 2021

99.26% of the Company's shares is held in electronic form.

### OUTSTANDING GDRs/ADRs/WARRANTS OR ANY CONVERTIBLE INSTRUMENTS, CONVERSION DATE AND LIKELY IMPACT ON EQUITY:

There are no outstanding GDRs/ADRs/Warrants or convertible instruments.

### SHARES HELD IN PHYSICAL AND DEMATERIALIZED MODE AS ON 31ST MARCH, 2021



## DIVIDEND HISTORY (LAST 10 YEARS)

FINANCIAL YEAR	DIVIDEND PER SHARE (₹)	TOTAL DIVIDEND (₹ in Crore)	DIVIDEND DISTRIBUTION TAX (₹ in Crore)	TOTAL DIVIDEND (INCLUDING DIVIDEND DISTRIBUTION TAX)
2019-2020	0.30	26.09	3.05	29.14
2019-2020(Interim)	1.90	184.53	30.20	214.73
2018-19	1.90	184.51	25.07	209.58
2017-18	1.80	174.78	35.93	210.71
2016-17	1.75	169.93	34.59	204.52
2015-16 (Final)	1.00	97.09	19.76	116.85
2015-16 (Interim)	0.65	45.08	9.18	54.26
2014-15 (Final)	0.65	45.06	9.17	54.23
2014-15 (Interim)	0.60	41.59	8.51	50.10
2013-14	2.20	76.23	12.95	89.18
2012-13	1.80	62.33	10.60	72.93
2011-12	1.40	48.46	7.86	56.32
2010-11	1.30	44.99	7.30	52.29

- Effective 9th January, 2015, the equity shares of nominal face value of ₹2/- each were sub-divided into two equity shares of face value of ₹1/-each.

As you are aware that as per the Income Tax Act, 1961 (the Act), as amended by the Finance Act, 2020, dividends paid or distributed by a Company on or after 1st April, 2020 shall be taxable in the hands of the shareholders. The Company shall also be required to deduct tax at source at the time of making the payment of the said Final Dividend, if declared at the AGM.

The TDS rate may vary depending on the residential status of the shareholder and the documents submitted to the Company in accordance with the provisions of the Act. The TDS for various categories of shareholders along with required documents are provided in Tables 1 and 2 below:

**Table 1: Resident Shareholders**

Category of shareholder	Tax Deduction Rate	Exemption applicability/Documentation requirement
Any resident shareholder	10%	Update the PAN if not already done with depositories (in case of shares held in demat mode) and with the Company's Registrar and Transfer Agents – CB Management Services (P) Ltd. (in case of shares held in physical mode).  No deduction of taxes in the following cases: <ul style="list-style-type: none"> <li>o If dividend paid/distributed or likely to be paid/distributed to a Resident Individual shareholder during FY 2021-2022 does not exceed ₹5,000/-,</li> <li>o If shareholder is exempted from TDS provisions through any circular or notification and provides an attested copy of the PAN along with the documentary evidence in relation to the same.</li> </ul>
Submitting Form 15G/ Form 15H	NIL	<ul style="list-style-type: none"> <li>• The shareholder's estimated total income as well as dividend payable is below the taxable limit and a declaration is received from the concerned shareholders in Form 15G (for individuals up to age of 60 years).</li> <li>• The shareholder's estimated total income is below the taxable limit and a declaration is received from the concerned shareholders in Form 15H (for individuals of the age of 60 years, or above.)</li> </ul>

Category of shareholder	Tax Deduction Rate	Exemption applicability/Documentation requirement
Order under Section 197 of the Act	Rate provided in the order	Lower/NIL withholding tax certificate obtained from Income Tax authorities
Insurance Companies:	NIL	A declaration that the shares are owned by it or it has full beneficial interest in such shares along with self-attested copy of PAN and registration document.
Corporation established by or under a Central Act which is, under any law for the time being in force, exempts from income- tax on its income.	NIL	Documentary evidence that the person is covered under Section 196 of the Act.
Mutual Funds	NIL	Self-declaration that it is covered under Section 10(23D) of the Act along with self-attested copy of PAN card and registration certificate.
Category I and Category II Alternative Investment fund	NIL	Documentary evidence that the person is covered by Notification No. 51/2015 dated 25th June, 2015.
Other resident shareholder without PAN/Invalid PAN	20%	

**Please note that:**

- Recording of the valid Permanent Account Number (PAN) for the registered Folio/DP ID-Client ID is mandatory. In absence of valid PAN, tax will be deducted at a higher rate of 20% as per Section 206AA of the Act.
- Shareholders holding shares under multiple accounts under different status/category and single PAN, may note that, higher of the tax as applicable to the status in which shares held under a PAN will be considered on their entire holding in different accounts
- A declaration that return of income of last two financial years has been filed by the shareholder will also be required, else tax will be deducted at the rate of 20% as per Section 206AB of the Act.

**Table 2: Non-resident Shareholders**

Category of shareholder	Tax Deduction Rate	Exemption applicability/Documentation requirement
Any non-resident shareholder including Foreign Institutional Investors, Foreign Portfolio Investors (FII, FPI)	20% (plus applicable surcharge and cess) or Tax Treaty rate whichever is lower	<p>Non-resident shareholders may opt for tax rate under Double Taxation Avoidance Agreement ("Tax Treaty"). The Tax Treaty rate shall be applied for tax deduction at source on submission of following documents to the company:</p> <ul style="list-style-type: none"> <li>o Copy of the PAN Card, if any, allotted by the Indian authorities.</li> <li>o Self-attested copy of Tax Residency Certificate (TRC) valid for the year 2021 obtained from the tax authorities of the country of which the shareholder is resident.</li> <li>o Self-declaration in Form 10F in the attached form.</li> <li>o Self-declaration confirming not having a Permanent Establishment in India in accordance with the applicable Tax Treaty read with the Multilateral Instrument (where applicable), eligibility to Tax Treaty benefit and beneficial ownership of shares (format attached herewith).</li> </ul> <p>TDS shall be deducted at 20% (plus applicable surcharge and cess) if any, if the above mentioned documents are not provided.</p> <p>The Company is not obligated to apply the Tax Treaty rates at the time of tax deduction/withholding on dividend amounts. Application of Tax Treaty rate shall depend upon the completeness of the documents submitted by the Non-resident shareholder and are in accordance with the provisions of the Act.</p>
Submitting Order under Section 197 of the Act	Rate provided in the Order	Lower/NIL withholding tax certificate obtained from Income Tax authorities.

**Note:** All the above referred tax rates shall be duly enhanced by the applicable surcharge and cess.

## Commodity Price Risk or Foreign Exchange risk and Hedging activities

In accordance with the materiality criteria of commodities as determined by the Board and available at the Company's website at <https://www.bergerpaints.com/about-us/risk-management-policy.html>, no commodity is considered to be material.

The Company's Foreign Exchange exposure with respect to payables and loans are managed by continuously monitoring the exchange rates and premiums for forward cover and such exposure is hedged on a short term basis when commercially expedient to do so.

### Exposure of the listed entity to commodity and commodity risks faced by the entity throughout the year:-

Commodity Name	Exposure in INR towards the particular commodity	Exposure in Quantity terms towards the particular commodity	% of such exposure hedged through commodity derivatives				Total
			Domestic market		International market		
			OTC	Exchange	OTC	Exchange	
NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL

The Company, therefore, does not undertake any commodity hedging activity.

### PLANT LOCATIONS:-

<b>HOWRAH</b> 14 & 15 Swarnamoyee Road Shibpur, Howrah 711 103 Phone: 033-2668 4706 Fax: 033-2668 2956	<b>SIKANDRABAD*</b> A-38, Industrial Area, Bulandshar Road, Sikandrabad (UP)-203 205 Phone: 05735-224511, 222431	<b>PUDUCHERRY</b> 53-56 Pandasozhanallur Village Nettapakkam Commune Puducherry - 605 106 Phone: 0413-269 9574/171
<b>JAMMU</b> SIDCO Industrial Growth Centre, Sambha, Dist. Jammu Jammu & Kashmir - 184 121 Phone: 09123-243644, 246539 (* includes British Paints Division)	<b>GOA</b> 316-317 Kundaim Industrial Estate Kundaim, North Goa Phone: 0832-239 5610/6407 Fax: 0832-239 5663/239 5610	<b>RISHRA</b> 103, G.T. Road Rishra, Hooghly- 712 248 Phone : 033-2672 0640/41/42 Fax: 033-2672 0491
<b>SURAJPUR* #</b> D-19/4-5-6 & D-20, Site- B, Surajpur Industrial Area, Greater Noida - 201 306 Dist: Gautam Budhh Nagar (U.P) Phone: 0120-2561320	<b>JEJURI</b> Plot No. G-35, Additional Jejuri Industrial Area Tal - Purandar, Pune - 412 303 Phone: 02115254816/17/18/19	<b>HINDUPUR</b> Plot No. 262, Industrial Growth Centre Thumukunta Village, Hindupur - 515 211 Dist: Anantapur, Andhra Pradesh Phone: 08556-297245
<b>HINDUPUR*</b> Plot No. 32 (part), Gollapuram Industrial Park, Hindupur - 515 211, Ananthapuram District, Andhra Pradesh Phone: 9676070165	<b>ASSAM (NALBARI)*</b> IIDC of AIDC, Nathkuchi - 2, Near North East Mega Food Park, Tihu, Nalbari (Assam) - 781 355 Phone: 7086085604	<b>ASSAM (NALTOLI)</b> IIDC Centre Project Bhomoraguri/Naltali Dist: Nagaon, Assam
<b>TALOJA</b> Plot no. J-90, MIDC Taloja, Panvel Raigad - 410208 Maharastra (India)		

\* British Paints Division

# Merged with Sikandrabad Factory

**REGISTRARS AND SHARE TRANSFER AGENTS AND ADDRESS FOR CORRESPONDENCE:****M/s C B Management Services (P) Ltd**

P-22 Bondel Road, Kolkata 700 019

Phone: 91 33 4011 6700

Fax No.: 91 33 4011 6739

E-mail: (i) [subhabrata@cbmsl.co](mailto:subhabrata@cbmsl.co); (ii) [rta@cbmsl.com](mailto:rta@cbmsl.com)**COMPLIANCE OFFICER:**

Mr Arunito Ganguly (FCS 9285), Vice President and Company Secretary, acts as the Compliance Officer.

**FOR ANY QUERY RELATING TO YOUR SHAREHOLDING, PLEASE SEND YOUR QUERY AT:****1. BERGER PAINTS INDIA LIMITED**

Berger House, 129, Park Street, Kolkata 700 017

Phone: 91 33 2229 9724/28

Fax No.: 91 33 2227 7288

E-mail: [consumerfeedback@bergerindia.com](mailto:consumerfeedback@bergerindia.com)**2. M/S C B MANAGEMENT SERVICES (P) LTD.**

At the above address and E-mail id.

Credit ratings obtained by the Company along with any revisions thereto during the relevant financial year, for all debt instruments of such entity or any fixed deposit programme or any scheme or proposal of the listed entity involving mobilisation of funds, whether in India or abroad are as follows:-

Name of Entity	Instrument	Rating
CRISIL Limited	Bank Loan Facilities Rating - Long Term	CRISIL AAA
CRISIL Limited	Bank Loan Facilities Rating - Short Term	CRISIL A1+
CARE Ratings Ltd	Commercial Paper Instrument	CARE A1+

There was no revision during the year.



## DISCLOSURES AS PER REGULATION 34(3) READ WITH PARA F OF SCHEDULE V OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015:

As required by Regulation 34(3) read with Para F of Schedule V of the Listing Regulations, the details of Demat Suspense Account/ Unpaid Suspense Account are disclosed here:

SR. NO.	PARTICULARS	NO. OF SHAREHOLDERS	OUTSTANDING SHARES (FACE VALUE OF ₹1/-)
1	Aggregate number of Shareholders and the Outstanding Shares in the Suspense Account lying at the beginning of the year	235	681477
2	Subsequently Transferred from suspense account to IEPF A/C on 01.12.2020	50	118635
	<b>Total</b>	<b>185</b>	<b>562842</b>
3	No of Shareholders who approached Issuer for transfer of shares from Suspense Account and shares released on 24.07.2020	2	5208
4	No of Shareholders who approached Issuer for transfer of shares from Suspense Account and shares released on 02.11.2020	2	15456
5	No of Shareholders who approached Issuer for transfer of shares from Suspense Account and shares released on 20.11.2020	1	32524
6	No of Shareholders who approached Issuer for transfer of shares from Suspense Account and shares released on 17.02.2021	1	672
	<b>Total Shares released from Suspense Account during 2020-2021</b>	<b>6</b>	<b>53860</b>
7	Aggregate number of shareholders and the outstanding shares in the Suspense Account lying at the end of the year i.e. 31.03.2021	179	508982

On behalf of the Board of Directors

**Kuldip Singh Dhingra**

Chairman

(DIN: 00048406)

Place: Kolkata

Dated: 26th May, 2021

## INDEPENDENT AUDITOR'S REPORT ON COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE AS PER PROVISIONS OF CHAPTER IV OF SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, AS AMENDED

The Members of Berger Paints India Ltd  
Berger House,  
129 Park Street,  
Kolkata- 700017

1. The Corporate Governance Report prepared by Berger Paints India Limited (hereinafter the "Company"), contains details as specified in regulations 17 to 27, clauses (b) to (i) of sub – regulation (2) of regulation 46 and para C, D, and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("the Listing Regulations") ('Applicable criteria') for the year ended March 31, 2021 as required by the Company for annual submission to the Stock exchange and to be sent to the stakeholders of the Company.

### Management's Responsibility

2. The preparation of the Corporate Governance Report is the responsibility of the Management of the Company including the preparation and maintenance of all relevant supporting records and documents. This responsibility also includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Corporate Governance Report.
3. The Management along with the Board of Directors are also responsible for ensuring that the Company complies with the conditions of Corporate Governance as stipulated in the Listing Regulations, issued by the Securities and Exchange Board of India.

### Auditor's Responsibility

4. Pursuant to the requirements of the Listing Regulations, our responsibility is to provide a reasonable assurance in the form of an opinion whether, the Company has complied with the conditions of Corporate Governance as specified in the Listing Regulations.
5. We conducted our examination of the Corporate Governance Report in accordance with the Guidance Note on Reports or Certificates for Special Purposes and the Guidance Note on Certification of Corporate Governance, both issued by the Institute of Chartered Accountants of India ("ICAI"). The Guidance Note on Reports or Certificates for Special Purposes requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.
6. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.
7. The procedures selected depend on the auditor's judgement, including the assessment of the risks associated in compliance of the Corporate Governance Report with the applicable criteria. Summary of procedures performed include –
  - i. Read and understood the information prepared by the Company and included in its Corporate Governance Report;
  - ii. Obtained and verified that the composition of the Board of Directors with respect to executive and non-executive directors has been met throughout the reporting period;
  - iii. Obtained and read the Register of Directors as on March 31, 2021 and verified that at least one independent woman director was on the Board of Directors throughout the year;

- iv. Obtained and read the minutes of the following committee meetings/other meetings held between April 1, 2020 to March 31, 2021:-
  - (a) Board of Directors;
  - (b) Audit Committee;
  - (c) Annual General Meeting (AGM);
  - (d) Compensation and Nomination and Remuneration Committee;
  - (e) Stakeholders' Relationship and Investor Grievance Committee;
  - (f) Business Process and Risk Management Committee;
  - (g) Corporate Social Responsibility Committee.
- v. Obtained necessary declarations from the directors of the Company.
- vi. Obtained and read the policy adopted by the Company for related party transactions.
- vii. Obtained the schedule of related party transactions during the year and balances at the year- end. Obtained and read the minutes of the audit committee meeting wherein such related party transactions have been pre-approved prior by the audit committee.
- viii. Performed necessary inquiries with the management and also obtained necessary specific representations from management.
8. The above-mentioned procedures include examining evidence supporting the particulars in the Corporate Governance Report on a test basis. Further, our scope of work under this report did not involve us performing audit tests for the purposes of expressing an opinion on the fairness or accuracy of any of the financial information or the financial statements of the Company taken as a whole.

### **Opinion**

9. Based on the procedures performed by us, as referred in paragraph 7 above, and according to the information and explanations given to us, we are of the opinion that the Company has complied with the conditions of Corporate Governance as specified in the Listing Regulations, as applicable for the year ended March 31, 2021, referred to in paragraph 4 above.

### **Other matters and Restriction on Use**

10. This report is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.
11. This report is addressed to and provided to the members of the Company solely for the purpose of enabling it to comply with its obligations under the Listing Regulations with reference to compliance with the relevant regulations of Corporate Governance and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without our prior consent in writing. We have no responsibility to update this report for events and circumstances occurring after the date of this report.

For **S.R. BATLIBOI & CO. LLP**

Chartered Accountants

ICAI Firm Registration Number: 301003E/E300005

per Bhaswar Sarkar

Partner

Membership Number: 055596

UDIN: 21055596AAAABQ1478

Place of Signature: Kolkata

Dated: May 26, 2021

**ANNEXURE B****CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**

*[Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI  
 (Listing Obligations and Disclosure Requirements) Regulations, 2015]*

**To,  
 The Members of  
 Berger Paints India Limited**

Berger House  
 129, Park Street  
 Kolkata - 700017  
 West Bengal

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Berger Paints India Limited having CIN : L51434WB1923PLC004793 and having registered office at Berger House, 129, Park Street, Kolkata – 700017, West Bengal (hereinafter referred to as ‘the Company’), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications {including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)} as considered necessary and explanations furnished to us by the Company and its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2021 have been debarred or disqualified from being appointed or continuing as Directors of the Company by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority:

Sr. No.	Name of Director	DIN	Date of appointment in Company
1.	Mr Pulak Chandan Prasad	00003557	13.11.2009
2.	Mr Naresh Gujral	00028444	20.08.2014
3.	Ms Rishma Kaur	00043154	14.04.2011
4.	Mr Kuldeep Singh Dhingra	00048406	17.07.1991
5.	Mr Gurbachan Singh Dhingra	00048465	14.05.1993
6.	Mr Anoop Hoon	00686289	01.02.2019
7.	Mr Kanwardip Singh Dhingra	02696670	03.08.2011
8.	Mrs Sonu Halan Bhasin	02872234	01.02.2019
9.	Mr Abhijit Roy	03439064	11.02.2011
10.	Dr Anoop Kumar Mittal	05177010	19.03.2020

Ensuring the eligibility for the appointment/continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**CS Atul Kumar Labh**

**Practising Company Secretary**

Membership No. : FCS - 4848

CP No. : 3238

UIN : S1999WB026800

UDIN : F004848C000374525

Place : Kolkata

Date : 26th May, 2021

## **INDEPENDENT AUDITOR'S REPORT**

**To The Members of Berger Paints India Limited**

**Report on the Audit of the Standalone Financial Statements**

### **Opinion**

We have audited the accompanying standalone financial statements of Berger Paints India Limited ("the Company"), which comprise the Balance sheet as at March 31, 2021, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the standalone financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2021, its profit including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

### **Basis for Opinion**

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Standalone Financial Statements' section of our report. We are independent of the Company in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

### **Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements for the financial year ended March 31, 2021. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the standalone financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the standalone financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying standalone financial statements.



Key audit matters	How our audit addressed the key audit matter
<b>Recognition of revenue (as described in Note 3.4 and 32 of the standalone financial statements)</b>	
<p>The Company recognizes revenues when the control of goods and/or services are transferred to the customer at an amount that reflects the net consideration, which the Company expects to receive for those goods and/or services from customers in accordance with the terms of the contracts. In determining the sales price, the Company considers the effects of applicable rebates, and discounts (variable consideration).</p> <p>The terms of sales arrangements, including the timing of transfer of control, based on the terms of relevant contract and nature of discount and rebates arrangements, create complexities that require judgment in determining sales revenues.</p> <p>Considering the above factors and the risk associated with revenue recognition, we have determined the same to be a key audit matter.</p>	<p>Our audit procedures included the following:</p> <ul style="list-style-type: none"> <li>• We read and evaluated the Company’s revenue recognition policy and assessed its compliance in terms of Ind AS 115 ‘Revenue from contracts with customers’.</li> <li>• We assessed the design and tested the operating effectiveness of internal controls related to sales and applicable rebates/discounts.</li> <li>• We performed test for a sample of individual sales transaction by comparing the underlying sales invoices, sales orders and other related documents to assess that revenue is recognized on transfer of control to the customer in accordance with the terms of the contract.</li> <li>• We tested on a sample basis rebates and discount schemes as approved by the management to assess its accounting. For the samples selected, we also compared that the actual rebates and discounts recognized in respect of particular schemes do not exceed their approved amounts.</li> <li>• We tested on a sample basis, that revenue has been recognized in the proper period with reference to the supporting documents including confirmations from customers.</li> <li>• We read and assessed the relevant disclosures made in the standalone Ind AS financial statements.</li> </ul>
<b>Impairment Assessment of Investments in subsidiaries and joint ventures (as described in Note 41 of the standalone financial statements)</b>	
<p>The carrying values of the Company’s investments in subsidiaries and joint ventures are assessed annually by management for potential indicators of impairment by reference to the requirements under Ind AS 36 “Impairment of Assets”. Accordingly, management has identified impairment indicators in respect of one joint venture and certain subsidiaries. As a result, an impairment assessment was required to be performed by the Company by comparing the carrying value of these investments to their recoverable amount to determine whether an impairment was required to be recognised.</p> <p>For the purpose of the above impairment testing, management has determined the value in use and the fair value less costs to sell as applicable. Value in use has been determined by forecasting and discounting future cash flows. Furthermore, the value in use is sensitive to changes in some of the inputs used for forecasting the future cash flows.</p> <p>Accordingly, we identified the assessment of potential impairment of investments in subsidiaries and joint ventures as a key audit matter because impairment assessment involves significant degree of management judgement in determining the key assumptions.</p>	<p>Our audit procedures included the following:</p> <ul style="list-style-type: none"> <li>• We have obtained and discussed with management and evaluated the key judgements/assumptions underlying management’s assessment of potential indicators of impairment.</li> <li>• Where potential indicators of impairment were identified, we evaluated management’s impairment assessments and assumptions around the key drivers of the cash flow forecasts, discount rates, expected growth rates and terminal growth rates used by comparison with available financial information including considerations of the audited consolidated financial statements of the subsidiary.</li> <li>• We evaluated management estimates used in determination of fair value less costs to sell by consideration of available market and financial information.</li> <li>• We also performed sensitivity analysis to determine the impact of changes in the key assumptions, both individually and in aggregate.</li> <li>• We involved valuation specialists where considered necessary, to independently assess the assumptions and methodologies used by the Company in computing the recoverable amount. In making this assessment, we also assessed the objectivity, independence and competency of the valuation specialists.</li> <li>• We read and assessed the relevant disclosures made in the standalone Ind AS financial statements.</li> </ul>

## **Information Other than the Financial Statements and Auditor's Report Thereon**

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the standalone financial statements and our auditor's report thereon.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

## **Responsibilities of Management for the Standalone Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

## **Auditor's Responsibilities for the Audit of the Standalone Financial Statements**

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements for the financial year ended March 31, 2021 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### **Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure 1" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report that:
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
  - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
  - (c) The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;

- (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
- (e) On the basis of the written representations received from the directors as on March 31, 2021 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2021 from being appointed as a director in terms of Section 164 (2) of the Act;
- (f) With respect to the adequacy of the internal financial controls with reference to these standalone financial statements and the operating effectiveness of such controls, refer to our separate Report in “Annexure 2” to this report;
- (g) In our opinion, the managerial remuneration for the year ended March 31, 2021 has been paid / provided by the Company to its directors in accordance with the provisions of section 197 read with Schedule V to the Act;
- (h) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
  - i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements – Refer Note 45 to the standalone financial statements;
  - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
  - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

**For S.R. Batliboi & Co. LLP**

*Chartered Accountants*

ICAI Firm Registration Number: 301003E/E300005

**per Bhaswar Sarkar**

Partner

Membership Number: 055596

UDIN: 21055596AAAABO5762

Place of Signature: Kolkata

Date: May 26, 2021

## ANNEXURE 1 REFERRED TO IN PARAGRAPH 1 OF THE SECTION ON “REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS” OF OUR REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF BERGER PAINTS INDIA LIMITED

### To The Members of Berger Paints India Limited (‘The Company’)

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.
- (b) All property, plant and equipment were physically verified by the management during the year in accordance with a planned programme of verifying all items once in three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.
- (c) According to the information and explanations given by the management and audit procedures performed by us, the title deeds of immovable properties, included in property, plant and equipment/right of use assets are held in the name of the Company, except for certain immovable properties aggregating ₹1.80 crores as at March 31, 2021 acquired through schemes of amalgamation/arrangements as set out in note 4(a)(v) and Note 44(a)(i) to the standalone financial statements.
- (ii) The inventory has been physically verified by the management during the year. In our opinion, the frequency of verification is reasonable. No material discrepancies were noticed on such physical verification. Inventories lying with third parties have been confirmed by them as at the year end and no material discrepancies were noticed in respect of such confirmations.
- (iii) According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Accordingly, the provisions of clause 3(iii)(a), (b) and (c) of the Order are not applicable to the Company and hence not commented upon.
- (iv) In our opinion and according to the information and explanations given to us and audit procedures performed by us, the Company has not advanced loans to directors/a company in which a Director is interested to which provisions of section 185 of the Companies Act 2013 apply. Hence, we are not required to comment upon compliance with the provisions of section 185 of the Companies Act 2013. Provisions of section 186 of the Companies Act 2013 in respect of loans and advances given, investments made and guarantees and securities given have been complied with by the Company.
- (v) The Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable and hence not commented upon.
- (vi) We have broadly reviewed the books of account maintained by the Company pursuant to the rules made by the Central Government for the maintenance of cost records under section 148(1) of the Companies Act, 2013, related to the manufacture of Company’s products, and are of the opinion that, prima facie, the specified accounts and records have been made and maintained. We have not, however, made a detailed examination of the same.



- (vii) (a) During the year, the Company has generally been regular in depositing with appropriate authorities undisputed statutory dues including provident fund, employees' state insurance, income-tax, duty of custom, goods and service tax, cess and other material statutory dues applicable to the Company though there have been a slight delay in a few cases.
- (b) According to the information and explanations given to us and audit procedures performed by us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income-tax, duty of custom, duty of excise, value added tax, goods and service tax, cess and other material statutory dues applicable to the Company were outstanding at the year end for a period of more than six months from the date they became payable.
- (c) According to the records of the Company, dues of income tax, sales-tax, service tax, duty of custom, duty of excise, value added tax and cess that have not been deposited till the year end on account of any dispute, are as follows:

Name of the statute	Nature of dues	Amount (₹ In Crores)	Period to which the amount relates (Financial Year)	Forum where dispute is pending
The Central Excise Act, 1944, Finance Act, 1994 and Customs Act, 1962	Excise Duty/ Service Tax/Customs	0.46	April 2003 to Dec 2004, 2008-09, 2012-13, March 2013 to Feb 2014 & April 2015 to June 2017	Adjudicating Authority
		0.09	March 2016 to June 2017	Commissioner (Appeals)
		16.95	April 2003 to January 2010, April 2011 to Dec 2014 & 2006-07 to 2015-16	Customs Excise Service Tax Appellate Tribunal (CESTAT)
The Central Sales Tax Act, 1956 and The Value Added Tax Act, 2005	Sales Tax/Value added Tax	11.98	1996-97, 1999-00 to 2001-02, 2003-04 to 2005-06 and 2017-18	Appellate and Revisional Board
		26.66	1983-84, 1984-85, 1988-89, 1989-90, 1991-92 to 1993-94, 1995-96, 1996-97, 1999-00, 2000-01 & 2002-03 to 2017-18	Appellate Authority
		2.06	1998-99, 1999-00, 2001-02, 2003-04, 2007-08 & 2011-12	Taxation Tribunal
		1.01	1994-95, 1996-97, 1997-98, 2003-04, 2005-06 to 2007-08, 2009-10, 2012-13 & 2013-14	High Court
Income Tax Act, 1961	Income Tax	3.49	2015-16	Commissioner of Income Tax (Appeals)

- (viii) In our opinion and according to the information and explanations given by the management, the Company has not defaulted in repayment of loans or borrowings to a financial institution or bank. The Company did not have any dues to government or debenture holders during the year.
- (ix) According to the information and explanations given by the management and audit procedures performed by us, the Company has not raised any money by way of initial public offer/further public offer / debt instruments and term loans during the year. Therefore, the provisions of clause (ix) of the Order are not applicable and hence not commented upon.

- (x) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the standalone financial statements and according to the information and explanations given by the management, we report that no fraud by the Company or no material fraud on the Company by the officers and employees of the Company has been noticed or reported during the year.
- (xi) According to the information and explanations given by the management, managerial remuneration has been paid/provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act, 2013.
- (xii) In our opinion, the Company is not a nidhi company. Therefore, the provisions of clause 3(xii) of the Order are not applicable to the Company and hence not commented upon.
- (xiii) According to the information and explanations given by the management and audit procedures performed by us, transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the standalone financial statements, as required by the applicable accounting standards.
- (xiv) According to the information and explanations given to us and on an overall examination of the Balance Sheet, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Therefore, reporting requirements under clause 3(xiv) are not applicable to the Company and hence, not commented upon.
- (xv) According to the information and explanations given by the management and audit procedures performed by us, the Company has not entered into any non-cash transactions with directors or persons connected with them as referred to in section 192 of Companies Act, 2013.
- (xvi) According to the information and explanations given to us, the provisions of section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company.

For **S.R. Batliboi & Co. LLP**  
*Chartered Accountants*  
ICAI Firm Registration Number: 301003E/E300005

**per Bhaswar Sarkar**  
Partner  
Membership Number: 055596

UDIN: 21055596AAAABO5762

Place: Kolkata  
Date: May 26, 2021

## **ANNEXURE 2 TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF BERGER PAINTS INDIA LIMITED**

### **Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)**

We have audited the internal financial controls with reference to standalone financial statements of Berger Paints India Limited (“the Company”) as of March 31, 2021 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

#### **Management’s Responsibility for Internal Financial Controls**

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (“ICAI”). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

#### **Auditor’s Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls with reference to these standalone financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, as specified under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both issued by ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to these standalone financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to these standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial statements included obtaining an understanding of internal financial controls with reference to these standalone financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial controls with reference to these standalone financial statements.

#### **Meaning of Internal Financial Controls with Reference to these Standalone Financial Statements**

A company's internal financial controls with reference to standalone financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to standalone financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately

and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

#### **Inherent Limitations of Internal Financial Controls with Reference to these Standalone Financial Statements**

Because of the inherent limitations of internal financial controls with reference to standalone financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to standalone financial statements to future periods are subject to the risk that the internal financial control with reference to standalone financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

#### **Opinion**

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to standalone financial statements and such internal financial controls with reference to standalone financial statements were operating effectively as at March 31, 2021, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For **S.R. Batliboi & Co. LLP**

*Chartered Accountants*

ICAI Firm Registration Number: 301003E/E300005

**per Bhaswar Sarkar**

Partner

Membership Number: 055596

UDIN: 21055596AAAABO5762

Place: Kolkata

Date: May 26, 2021

## STANDALONE BALANCE SHEET AS AT MARCH 31, 2021

	Notes	As at March 31, 2021	₹ in Crores As at March 31, 2020
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, plant and equipment	4a	1,194.93	1,110.01
Capital work-in-progress	4b	97.60	168.29
Intangible assets	5	6.39	6.93
Right-of-use assets	44	300.27	269.29
Financial assets			
(a) Investments	6	585.87	468.63
(b) Loans and deposits	7	24.76	18.01
(c) Other financial assets	8	27.62	39.12
Income tax assets (net)	9	28.01	33.96
Other non-current assets	10	17.37	19.35
		<b>2,282.82</b>	<b>2,133.59</b>
<b>Current assets</b>			
Inventories	11	1,499.00	1,167.24
Financial assets			
(a) Investments	12	201.82	179.35
(b) Trade receivables	13	838.61	558.57
(c) Cash and cash equivalents	14	90.68	55.66
(d) Bank balances other than (c) above	15	247.87	69.89
(e) Loans and deposits	16	11.08	9.01
(f) Other financial assets	17	14.20	6.95
Other current assets	18	182.00	162.44
		<b>3,085.26</b>	<b>2,209.11</b>
		<b>5,368.08</b>	<b>4,342.70</b>
<b>Total assets</b>			
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Equity share capital	19	97.13	97.12
Other equity	20	3,182.48	2,527.92
<b>Total Equity</b>		<b>3,279.61</b>	<b>2,625.04</b>
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
Financial liabilities			
(a) Lease liabilities	44	182.43	178.43
(b) Deposits	21	53.43	25.88
Provisions	22	3.68	3.41
Deferred tax liabilities (net)	23	26.38	29.14
Other non-current liabilities	24	2.32	2.48
		<b>268.24</b>	<b>239.34</b>
<b>Current liabilities</b>			
Financial liabilities			
(a) Borrowings	25	155.44	222.46
(b) Lease liabilities	44	58.45	40.77
(c) Trade payables			
i) Total outstanding dues of micro enterprises and small enterprises	26	56.93	49.98
ii) Total outstanding dues of creditors other than micro enterprises and small enterprises		1,352.29	962.94
(d) Other financial liabilities	27	99.06	125.99
Other current liabilities	28	66.91	42.65
Provisions	29	27.61	29.99
Current tax liabilities (net)	30	3.54	3.54
		<b>1,820.23</b>	<b>1,478.32</b>
		<b>2,088.47</b>	<b>1,717.66</b>
		<b>5,368.08</b>	<b>4,342.70</b>
<b>Total equity and liabilities</b>			
<b>Summary of significant accounting policies</b>			
The accompanying notes are an integral part of the Standalone Ind AS financial statements.		3	
As per our report of even date			

For **S.R. BATLIBOI & CO. LLP**

Chartered Accountants

Firm Registration Number 301003E/E300005

per **Bhaswar Sarkar**

Partner

Membership Number: 055596

Place: Kolkata

Dated: May 26, 2021

For and on behalf of Board of Directors of Berger Paints India Limited

**Kuldip Singh Dhingra** – Chairman

**Gurbachan Singh Dhingra** – Vice-Chairman

**Abhijit Roy** – Managing Director & CEO

**Srijit Dasgupta** – Director-Finance & CFO

**Arunito Ganguly** – VP & Company Secretary



## STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2021

	Notes	Year Ended March 31, 2021	₹ in Crores Year Ended March 31, 2020
<b>Income</b>			
Revenue from operations	32	6,021.41	5,691.69
Other income	33	55.77	150.82
<b>Total income</b>		<b>6,077.18</b>	<b>5,842.51</b>
<b>Expenses</b>			
Cost of materials consumed	34	3,057.94	2,902.53
Purchases of traded goods		564.41	481.60
(Increase)/decrease in inventories of finished goods, work-in-progress and traded goods	35	(183.77)	(16.81)
Employee benefits expense	36	352.71	342.52
Finance costs	37	33.22	32.68
Depreciation and amortisation expense	38	186.12	170.52
Other expenses	39	1,133.17	1,024.05
<b>Total expenses</b>		<b>5,143.80</b>	<b>4,937.09</b>
<b>Profit before exceptional item and tax</b>		<b>933.38</b>	<b>905.42</b>
Exceptional item	39.3	(14.80)	-
<b>Profit before tax</b>		<b>918.58</b>	<b>905.42</b>
<b>Tax expense</b>			
Current tax		240.55	226.47
Deferred tax expense / (credit)	23	(2.75)	(20.10)
<b>Profit for the year (I)</b>		<b>680.78</b>	<b>699.05</b>
<b>Other comprehensive income / (loss):</b>			
Items that will not be reclassified to Statement of Profit or Loss in subsequent periods:			
Re-measurement gains / (losses) on defined benefit obligations (net)		0.02	(8.71)
Income tax effect thereof		(0.01)	2.19
<b>Other comprehensive income / (loss) for the year (II)</b>		<b>0.01</b>	<b>(6.52)</b>
<b>Total comprehensive income for the year (I + II)</b>		<b>680.79</b>	<b>692.53</b>
<b>Earnings per Equity Share of ₹1 each</b>			
Basic (rounded off upto two decimal places)	40	7.01	7.20
Diluted (rounded off upto two decimal places)		7.01	7.20

**Summary of significant accounting policies**

The accompanying notes are an integral part of the Standalone Ind AS financial statements.

As per our report of even date

For **S.R. BATLIBOI & CO. LLP**

Chartered Accountants

Firm Registration Number 301003E/E300005

per **Bhaswar Sarkar**

Partner

Membership Number: 055596

Place: Kolkata

Dated: May 26, 2021

For and on behalf of Board of Directors of Berger Paints India Limited

**Kuldip Singh Dhingra** – Chairman  
**Gurbachan Singh Dhingra** – Vice-Chairman  
**Abhijit Roy** – Managing Director & CEO  
**Srijit Dasgupta** – Director-Finance & CFO  
**Arunito Ganguly** – VP & Company Secretary

## STANDALONE STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2021

### a. Equity Share Capital (Refer Note 19):

Particulars	No. of shares	Amount (₹ in Crores)
Equity shares of ₹1 each issued, subscribed and fully paid		
<b>As at April 1, 2019</b>	97,11,29,711	97.11
Add: Issue of Shares on exercise of Stock Options (Note 43 )	90,069	0.01
<b>As at March 31, 2020</b>	<b>97,12,19,780</b>	<b>97.12</b>
Add: Issue of Shares on exercise of Stock Options (Note 43 )	75,257	0.01
<b>As at March 31, 2021</b>	<b>97,12,95,037</b>	<b>97.13</b>

### b. Other Equity

For the year ended March 31, 2021

₹ in Crores

Particulars	Reserves & Surplus (Refer Note 20)						Total Equity
	Securities Premium	Share Based Payment Reserve	Retained Earnings	Capital Reserve	General Reserve	Capital Redemption Reserve	
<b>As at April 1, 2020</b>	116.77	2.25	2,118.23	0.02	290.61	0.04	2,527.92
Profit for the year	-	-	680.78	-	-	-	680.78
Other comprehensive income for the year (net of tax)	-	-	0.01	-	-	-	0.01
<b>Total Comprehensive Income for the year</b>	-	-	<b>680.79</b>	-	-	-	<b>680.79</b>
Share based payments (Note 43)	-	2.97	-	-	-	-	2.97
Exercise of share options (Note 43)	2.56	(2.56)	-	-	-	-	-
Share Options forfeited/lapsed (Note 43)	-	(0.06)	-	-	-	-	(0.06)
Dividends (Note 31)	-	-	(29.14)	-	-	-	(29.14)
<b>As at March 31, 2021</b>	<b>119.33</b>	<b>2.60</b>	<b>2,769.88</b>	<b>0.02</b>	<b>290.61</b>	<b>0.04</b>	<b>3,182.48</b>

## STANDALONE STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2021

For the year ended March 31, 2020

₹ in Crores

Particulars	Reserves & Surplus (Refer Note 20)						Total Equity
	Securities Premium	Share Based Payment Reserve	Retained Earnings	Capital Reserve	General Reserve	Capital Redemption Reserve	
As at April 1, 2019	114.62	2.38	1,850.01	0.02	290.61	0.04	2,257.68
Profit for the year	-	-	699.05	-	-	-	699.05
Other comprehensive income for the year (net of tax)	-	-	(6.52)	-	-	-	(6.52)
<b>Total Comprehensive Income for the year</b>	-	-	<b>692.53</b>	-	-	-	<b>692.53</b>
Share based payments (Note 43)	-	2.04	-	-	-	-	2.04
Exercise of share options (Note 43)	2.15	(2.15)	-	-	-	-	-
Share Options forfeited/lapsed (Note 43)	-	(0.02)	-	-	-	-	(0.02)
Dividends (Note 31)	-	-	(369.04)	-	-	-	(369.04)
Dividend distribution tax on Dividend (Note 31)	-	-	(55.27)	-	-	-	(55.27)
<b>As at March 31, 2020</b>	<b>116.77</b>	<b>2.25</b>	<b>2,118.23</b>	<b>0.02</b>	<b>290.61</b>	<b>0.04</b>	<b>2,527.92</b>

**Summary of significant accounting policies**

3

The accompanying notes are an integral part of the Standalone Ind AS financial statements.

As per our report of even date

For **S.R. BATLIBOI & CO. LLP***Chartered Accountants*

Firm Registration Number 301003E/E300005

per **Bhaswar Sarkar**

Partner

Membership Number : 055596

Place: Kolkata

Dated: May 26, 2021

For and on behalf of Board of Directors of Berger Paints India Limited

**Kuldip Singh Dhingra** – Chairman**Gurbachan Singh Dhingra** – Vice-Chairman**Abhijit Roy** – Managing Director & CEO**Srijit Dasgupta** – Director-Finance & CFO**Arunito Ganguly** – VP & Company Secretary

## STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2021

₹ in Crores

Particulars	2020-21	2019-20
<b>A. Cash flows from operating activities:</b>		
<b>Profit before tax</b>	<b>918.58</b>	<b>905.42</b>
Adjustments to reconcile profit before tax to net cash flows:		
Depreciation and amortisation expense	186.12	170.52
(Profit)/loss on sale/discard of Property, plant and equipment	(0.07)	0.12
Employee Stock Option Plan	2.90	2.02
Gain on early termination of leases	(2.04)	-
Corporate Guarantee Income	(1.60)	(1.35)
Impairment of investments in subsidiaries (Refer Note 39.3)	14.80	-
Unrealised foreign exchange (gain)/loss	(2.39)	3.38
Net gain on sale of mutual fund investments	(6.61)	(15.94)
Fair value gain on mutual fund investments	(3.29)	(0.83)
Dividend income	(3.92)	(100.09)
Finance costs	33.22	32.68
Interest income	(13.24)	(9.35)
<b>Operating profit before working capital changes</b>	<b>1,122.46</b>	<b>986.58</b>
Adjustments for:		
Increase in trade payables	397.05	41.40
Increase in other financial liabilities	14.71	1.56
Increase/(decrease) in other liabilities	24.10	(7.71)
Increase/(decrease) in provisions	(2.38)	11.32
(Increase) in loans, deposits and other financial assets	(13.38)	(4.79)
(Increase)/decrease in other assets	(19.43)	7.87
(Increase)/decrease in trade receivables	(280.04)	15.76
(Increase) in inventories	(331.76)	(18.11)
<b>Cash generated from operations</b>	<b>911.33</b>	<b>1,033.88</b>
Direct taxes paid (net of refunds)	(234.61)	(241.10)
<b>Net cash flows from operating activities (A)</b>	<b>676.72</b>	<b>792.78</b>
<b>B. Cash flows from investing activities:</b>		
Purchase of Property plant and equipment and intangible assets including capital work in progress	(164.15)	(290.53)
Proceeds from sale of Property, plant and equipment and intangible assets	0.84	1.86
Investment in joint venture and subsidiaries	(91.19)	(171.81)
Proceeds from sale of current investments	868.99	3,290.97
Purchase of current investments	(881.56)	(3,208.04)
Proceeds from maturity of fixed deposits with banks	1,645.57	142.80
Investment in fixed deposits with banks	(1,851.60)	(107.19)
Dividend received	3.92	100.09
Interest received	10.55	7.84
<b>Net cash flows used in investing activities (B)</b>	<b>(458.63)</b>	<b>(234.01)</b>
<b>C. Cash flows from financing activities:</b>		
Proceeds from issuance of equity share capital	0.01	0.01
Net movement in cash credit	(6.92)	(41.38)
Other short term borrowings taken	1,400.00	3,538.92
Repayment of other short term borrowings	(1,460.10)	(3,490.42)
Payment of principal portion of lease liabilities	(73.57)	(98.61)
Interest paid	(13.35)	(15.53)
Dividend paid (including net dividend distribution tax as applicable)	(29.14)	(423.34)
<b>Net cash flow used in financing activities (C)</b>	<b>(183.07)</b>	<b>(530.35)</b>
<b>Net increase in cash and cash equivalents [A+B+C]</b>	<b>35.02</b>	<b>28.42</b>
<b>Cash and cash equivalents as at the beginning of the year</b>	<b>55.66</b>	<b>27.24</b>
<b>Cash and cash equivalents as at end of the year</b>	<b>90.68</b>	<b>55.66</b>
<b>Components of cash and cash equivalents (Refer Note 14)</b>		
Balances with banks:		
– On current accounts	70.64	37.20
– Deposits with original maturity of less than three months	14.00	17.87
Cheques/drafts on hand	5.59	-
Cash on hand	0.45	0.59
<b>Total cash and cash equivalents</b>	<b>90.68</b>	<b>55.66</b>

3

### Summary of significant accounting policies

The accompanying notes are an integral part of the Standalone Ind AS financial statements.

As per our report of even date

For **S.R. BATLIBOI & CO. LLP**

Chartered Accountants

Firm Registration Number 301003E/E300005

per **Bhaswar Sarkar**

Partner

Membership Number : 055596

Place: Kolkata

Dated: May 26, 2021

For and on behalf of Board of Directors of Berger Paints India Limited

**Kuldip Singh Dhingra** – Chairman  
**Gurbachan Singh Dhingra** – Vice-Chairman  
**Abhijit Roy** – Managing Director & CEO  
**Srijit Dasgupta** – Director-Finance & CFO  
**Arunito Ganguly** – VP & Company Secretary

## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### 1. Corporate Information

Berger Paints India Limited ('BPIL' or 'the Company') is a public limited company domiciled in India and is incorporated under the provisions of the Companies Act applicable in India. Its shares are listed on three stock exchanges in India. The Company is engaged in the manufacturing and selling of paints. The Company caters primarily to domestic market. The registered office of the Company is located at Berger House, 129 Park Street, Kolkata-700 017.

These Ind AS financial statements were approved for issue in accordance with a resolution of the Board of Directors on May 26, 2021.

### 2. Basis of Preparation

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013 (Ind AS compliant Schedule III), as applicable to the financial statements.

These Ind AS financial statements have been prepared on a historical cost basis, except for certain assets and liabilities which have been measured at fair values (refer accounting policy regarding financial instruments). The Ind AS financial statements are presented in INR and all values are rounded-off to the nearest crores with 2 decimal places (INR 00, 00, 000), except when otherwise indicated.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use. These financial statements provide comparative information in respect of the previous period.

### 3. Summary of Significant Accounting Policies

#### 3.1. Current and Non - Current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non-current.



## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents.

The Company has identified twelve months as its operating cycle.

### 3.2. Foreign Currencies

Items included in the Ind AS financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates ('the functional currency'). The Ind AS financial statements are presented in Indian Rupee (INR), which is the Company's functional and presentation currency.

Transactions in foreign currencies are initially recorded by the Company at the functional currency spot rates (i.e., INR) at the date the transaction first qualifies for recognition. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Foreign exchange gains and losses resulting from the settlement of transactions in foreign currencies and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in Statement of Profit and Loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or Statement of Profit and Loss are also recognised in OCI or Statement of Profit and Loss, respectively).

### 3.3. Fair Value Measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their best economic interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

All assets and liabilities for which fair value is measured or disclosed in the Ind AS financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the Ind AS financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

### 3.4. Revenue from contracts with customers

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. The Company has generally concluded that it is the principal in its revenue arrangements because it typically controls the goods or services before transferring them to the customer.

#### Sale of Goods

Revenue from sale of goods is recognised on transfer of control in the goods to customers at a point of time by performance of obligation towards delivery or as per customers' instruction. The normal credit term is 30 to 90 days upon delivery. The revenue is based on the consideration defined in the contract with a customer, including variable consideration, such as discounts, volume rebates, rights to return or other contractual reductions. As the period between the date on which the Company transfers the promised goods to the customer and the date on which the customer pays for these goods is generally one year or less, no financing components are considered. The Company considers whether there are other promises in the contract that are separate performance obligations to which a portion of the transaction price needs to be allocated.

The Company provides volume rebates to certain customers once the quantity of products purchased by the customers during the period exceeds a threshold specified in the contract. Generally, rebates are offset against the amounts payable by the customer. To estimate the variable consideration for the expected future rebates, the Company applies the expected value method.

Certain contracts provide a customer with a right to return the goods within a specified period. The Company uses the expected value method to estimate the goods that will not be returned because this method best predicts the amount of variable consideration to which the Company will be entitled. The requirements in Ind AS on constraining estimates of variable consideration to are also applied in order to determine the amount of variable consideration that can be included in the transaction price.

## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### **Revenue from Combined Contracts**

Revenue from contracts with customers for combined output comprising of goods and services for which consideration receivable by the Company is determined on the basis of surface area painted is recognised at a point of time when such combined output is delivered to customers' satisfaction as per agreed milestones and customers acknowledge their obligation to pay for such output in accordance with terms and condition of underlying contracts. Obligations under each milestone are performed over short durations of not more than a month.

### **Trade receivables**

A receivable represents the Company's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Refer to accounting policies of financial assets in section "Financial instruments – initial recognition and subsequent measurement". Also refer Note 3.20.

### **3.5. Government Grants**

Government grants and subsidies are recognised where there is reasonable assurance that the grant will be received and all attached conditions will be complied with.

When the grant or subsidy relates to revenue and is not relatable to the corresponding costs, it is recognised as income on a systematic basis in the Statement of Profit and Loss, under Other Operating Revenue over the periods necessary to match them with the related costs, which they are intended to compensate. When the grant or subsidy relates to an asset, it is deducted from the carrying amount of the asset. The grant is recognised in the Statement of Profit and Loss over the useful life of the depreciable asset by way of a reduced depreciation charge.

When the Company receives grants of non-monetary assets, the asset and the grant are recorded at fair value amounts and released to Statement of Profit and Loss over the expected useful life in a pattern of consumption of the benefit of the underlying asset i.e., by equal annual instalments. When loans or similar assistance are provided by governments or related institutions, with an interest rate below the current applicable market rate, the effect of this favourable interest is regarded as a government grant. The loan or assistance is initially recognised and measured at fair value and the government grant is measured as the difference between the initial carrying value of the loan and the proceeds received. The loan is subsequently measured as per the accounting policy applicable to financial liabilities.

### **3.6. Taxes**

#### **Current Income Tax**

Current income-tax assets and liabilities are measured at the amount expected to be recovered or paid to the taxation authorities in accordance with the Income-tax Act, 1961 enacted in India and tax laws prevailing in the respective tax jurisdictions where the Company operates. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

#### **Deferred Tax**

Deferred tax is provided using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the Ind AS financial statements at the reporting date. Deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss).

## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax is recognised in Statement of Profit and Loss, except to the extent that it relates to items recognised in Other Comprehensive Income (OCI) or directly in equity. In this case, the tax is also recognised in OCI or directly in equity, respectively.

In the situations where the Company is entitled to a tax holiday under the Income-tax Act, 1961 enacted in India or tax laws prevailing in the respective tax jurisdictions where it operates, no deferred tax (asset or liability) is recognised in respect of temporary differences which reverse during the tax holiday period, to the extent the Company's gross total income is subject to the deduction during the tax holiday period. Deferred tax in respect of temporary differences which reverse after the tax holiday period is recognised in the year in which the temporary differences originate. However, the Company restricts recognition of deferred tax assets to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realized. For recognition of deferred taxes, the temporary differences which originate first are considered to reverse first.

### **Goods and Service Tax paid on acquisition of assets or on incurring expenses**

Expenses and assets are recognised net of the amount of Goods and Service Tax paid, except:

- When the tax incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case, the tax paid is recognised as part of the cost of acquisition of the asset or as part of the expense item, as applicable.
- When receivables and payables are stated with the amount of tax included. The net amount of tax recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the balance sheet.

### **3.7. Property, Plant and Equipment**

Property, plant and equipment are carried at cost of acquisition, on current cost basis less accumulated depreciation and accumulated impairment, if any. Cost comprises purchase price and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discounts and rebates are deducted in arriving at the purchase price. Such cost includes the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. Machinery spares which can be used only in connection with an item of property, plant and equipment and whose use is expected to be irregular are capitalised and depreciated over the useful life of the principal item of the relevant assets. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in Statement of Profit and Loss as incurred. The present value of the expected cost for the decommissioning of an

## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met. Refer to Note 41 regarding significant accounting judgements, estimates and assumptions and provisions for further information about the recorded decommissioning provision.

Depreciation is provided on Straight Line Method over the useful lives of property, plant and equipment as estimated by management. Pursuant to Notification of Schedule II of the Companies Act, 2013 depreciation is provided prorata basis on straight line method at the rates determined based on estimated useful lives of property, plant and equipment where applicable, prescribed under Schedule II to the Companies Act 2013 with the exception of the following items for which useful lives as estimated by management based on technical evaluation are different from those specified in aforesaid Schedule II.

- Plant and Machinery: 3 years to 21.05 years
- Motor Vehicles: 6.67 years
- Tinting Machines: Based on useful lives of 60 months
- No depreciation is provided on freehold land

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the Statement of Profit and Loss when the asset is derecognised.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

### 3.7.1 Capital work in progress

Cost of assets not ready for intended use, as at the balance sheet date, is shown as capital work in progress. Capital work in progress is stated at cost, net of accumulated impairment loss, if any.

### 3.8. Intangible Assets

Intangible Assets are recognised only when future economic benefits arising out of the assets flow to the enterprise and are amortised over their useful life ranging from 3 to 5 years. Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses, if any. Internally generated intangibles, excluding capitalised development costs, are not capitalised and the related expenditure is reflected in Statement of Profit and Loss in the period in which the expenditure is incurred.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is derecognised.

### 3.9. Research and Development

Research is original and planned investigation undertaken with the prospect of gaining new scientific or technical knowledge and understanding. Expenditure incurred on research of an internal project is recognised as an expense in Statement of Profit and Loss, when it is incurred.

Development is the application of research findings or other knowledge to a plan or design for the production of new or substantially improved materials, devices, products, processes, systems or services before the start of commercial production or use. An intangible asset arising from development is recognised if, and only if, the following criteria are met:

- (a) it is technically feasible to complete the intangible asset so that it will be available for use or sale.



## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

- (b) the Company intends to complete the intangible asset and use or sell it.
- (c) the Company has ability to use or sell the intangible asset.
- (d) the Company can demonstrate how the intangible asset will generate probable future economic benefits.
- (e) the Company has adequate technical, financial and other resources to complete the development and to use or sell the intangible asset.
- (f) the Company has ability to measure reliably the expenditure attributable to the intangible asset during its development.

Following initial recognition of the development expenditure as an asset, the asset is carried at cost less any accumulated amortisation and accumulated impairment losses. Amortisation of the asset begins when development is complete and the asset is available for use. It is amortised over the period of expected future benefit. Amortisation expense is recognised in the Statement of Profit and Loss unless such expenditure forms part of carrying value of another asset.

During the period of development, the asset is tested for impairment annually.

### 3.10. Borrowing Costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. Borrowing Costs include interest, amortisation of ancillary costs incurred and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the borrowing costs. Discount on Commercial Papers is amortised over the tenor of the underlying instrument. Borrowing Costs, allocated to and utilised for qualifying assets, pertaining to the period from commencement of activities relating to construction/development of the qualifying asset upto the date the asset is ready for its intended use is added to the cost of the assets. Capitalisation of Borrowing Costs is suspended and charged to the Statement of Profit and Loss during extended periods when active development activity on the qualifying assets is interrupted. All other borrowing costs are expensed in the period they occur.

### 3.11. Leases

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

#### As a lessee

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

#### i) Right-of-use assets

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the present value of lease payments to be made over the lease term, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:

- Buildings 2 years to 15 years
- Leasehold land 20 years to 99 years

## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

If ownership of the leased asset transfers to the company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

The right-of-use assets are also subject to impairment. Refer to the accounting policies in section 3.13 Impairment of non-financial assets.

### ii) Lease Liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the company and payments of penalties for terminating the lease, if the lease term reflects the company exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

The Company's lease liabilities are included in Note 44.

### iii) Short-term leases and leases of low-value assets

The Company applies the short-term lease recognition exemption to its short-term leases of properties taken on rent (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It has not opted for low-value assets recognition exemption. Lease payments on short-term leases are recognised as expense on a straight-line basis over the lease term.

### As a lessor

Leases in which the Company does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Rental income from operating lease is recognised on a straight-line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

## 3.12. Inventories

Raw materials, stores and spares and packing materials are valued at lower of cost and estimated net realisable value. Cost is determined on weighted average basis. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost.

Finished goods and Work-in-process are stated at the lower of cost and estimated net realisable value. Cost of inventories constitutes direct materials and labour and a proportion of manufacturing overheads based on normal operating capacity.

Traded goods are valued at lower of cost and net realizable value. Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on a weighted average basis.

## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

Provision is recognised for damaged, defective or obsolete stocks where necessary. Cost of all inventories is determined using weighted average method of valuation.

### 3.13. Impairment of non-financial assets

The Company assesses at each reporting date whether there is an indication that an asset (including goodwill) may be impaired. If any indication exists, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) net selling price and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining net selling price, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit and loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

Intangible assets with indefinite useful lives are tested for impairment annually at the CGU level, as appropriate, and when circumstances indicate that the carrying value may be impaired.

### 3.14. Provisions and Contingencies

A provision is recognised when the Company has a present obligation (legal or constructive) as a result of past event; it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. The expense relating to a provision is presented in the Statement of Profit and Loss.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

The Company records a provision for decommissioning costs for its certain manufacturing facilities. Decommissioning costs are provided at the present value of expected costs to settle the obligation using estimated cash flows and are recognised as part of the cost of the particular asset. The cash flows are discounted at a current pre-tax rate that reflects the risks specific to the decommissioning liability. The unwinding of the discount is expensed as incurred and recognised in the Statement of Profit and Loss as a finance cost. The estimated future costs of decommissioning are reviewed annually and adjusted as appropriate. Changes in the estimated future costs or in the discount rate applied are added to or deducted from the cost of the asset.

## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

If the Company has a contract that is onerous, the present obligation under the contract is recognised and measured as a provision. However, before a separate provision for an onerous contract is established, the Company recognises any impairment loss that has occurred on assets dedicated to that contract.

An onerous contract is a contract under which the unavoidable costs (i.e., the costs that the Company cannot avoid because it has the contract) of meeting the obligations under the contract exceed the economic benefits expected to be received under it. The unavoidable costs under a contract reflect the least net cost of exiting from the contract, which is the lower of the cost of fulfilling it and any compensation or penalties arising from failure to fulfill it.

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. The Company does not recognise a contingent liability but discloses its existence in the Ind AS financial statements.

### 3.15. Employee Benefits

#### I. Defined Contribution Plan

##### a. Superannuation

Contribution made to Superannuation Fund for certain of employees are recognised in the Statement of Profit and Loss as and when services are rendered by employees. The Company has no liability for future Superannuation Fund benefits other than its contribution.

##### b. Provident Fund

Contributions in respect of Employees who are not covered by Company's Employees Provident Fund Trust are made to the Fund administered by the Regional Provident Fund Commissioner as per the provisions of Employees' Provident Fund and Miscellaneous Provisions Act, 1952 and are charged to Statement of Profit and Loss as and when services are rendered by employees. The Company has no obligation other than the contribution payable to the Regional Provident fund.

#### II. Defined Benefit Plan

##### a. Gratuity

Every employee who has completed five years or more of service is entitled to Gratuity as per the provisions of The Payment of Gratuity Act, 1972. Retirement Gratuity for employees, is funded through a scheme of Life Insurance Corporation of India. The costs of providing benefits under this plan are determined on the basis of actuarial valuation using the projected unit credit method at each year-end. Actuarial gains/losses are immediately recognised in retained earnings through Other Comprehensive Income in the period in which they occur. Re-measurements are not re-classified to Statement of Profit and Loss in subsequent periods. The excess / shortfall in the fair value of the plan assets over the present value of the obligation calculated as per actuarial methods as at balance sheet dates is recognised as a gain / loss in the Statement of Profit and Loss. Any asset arising out of this calculation is limited to the past service cost plus the present value of available refunds and reduction in future contributions.

##### b. Provident Fund

In respect of the employees covered by the Company's Employee Provident Fund Trust in Point I b above, contributions to the Company's Employees Provident Fund Trust (administered by the Company as per the provisions of Employees' Provident Fund and Misc. Provisions Act, 1952) are made in accordance with the fund rules. The interest rate payable to the beneficiaries every year is being notified by the Government.

## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

In the case of contribution to the Trust, the Company has an obligation to make good the shortfall, if any, between the return from the investments of the Trust and the notified interest rate and recognises such obligation, if any, determined based on an actuarial valuation as at the balance sheet date, as an expense.

### III. Long Term Compensated Absences

The Company treats accumulated leaves to the extent such leaves are carried forward as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year-end. Actuarial gains/losses are immediately taken to the Statement of Profit and Loss and are not deferred. The Company presents the leave as a current liability in the balance sheet, to the extent it does not have an unconditional right to defer its settlement for 12 months after the reporting date. Where Company has the unconditional legal and contractual right to defer the settlement for a period beyond 12 months, the same is presented as non-current liability.

#### 3.16. Employees Stock Option

Stock options are granted to the employees under the stock option scheme. The cost of stock options granted to the employees (equity-settled awards) of the Company is the difference between fair value of equity instruments granted and the price at which options may be exercised by concerned employees. For each stock option, the measurement of fair value is performed on the grant date. The grant date is the date on which the Company and the employees agree to the stock option scheme. The fair value so determined is revised only if the stock option scheme is modified in a manner that is beneficial to the employees.

Aforesaid cost of stock options is recognised, together with a corresponding increase in Employee Stock Options Outstanding Account in equity, over the period in which the performance and/or service conditions are fulfilled in employee benefits expense. The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Company's best estimate of the number of equity instruments that will ultimately vest. The Statement of Profit and Loss expense or credit for a period represents the movement in cumulative expense recognised as at the beginning and end of that period and is recognised in employee benefits expense.

The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share.

If the options vests in instalments (i.e., the options vest prorata over the service period), then each instalment is treated as a separate share option grant because each instalment has a different vesting period.

#### 3.17. Cash and Cash Equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

#### 3.18. Forward Currency Contracts

The Company uses forward currency contracts to hedge its foreign currency risks. Such forward currency contracts are initially measured at fair value on the date on which a forward currency contract is entered into and are subsequently re-measured at fair value. Forward currency contracts are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative. Changes in the fair value of forward contracts are recognised in the Statement of Profit and Loss as they arise.

#### 3.19. Earnings Per Share

Basic Earnings Per Share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.



## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares that have changed the number of equity shares outstanding, without a corresponding change in resources.

### 3.20. Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

#### A. Financial assets

##### i. Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

##### ii. Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in two categories:

- Debt instruments at amortised cost
- Equity instruments measured at Fair Value Through Other Comprehensive Income (FVTOCI)

#### Debt instruments at amortised cost other than derivative contracts

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

- The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured At Amortised Cost: using the Effective Interest Rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in Other Income in the Statement of Profit and Loss. The losses arising from impairment are recognised in the Statement of Profit and Loss. This category generally applies to trade and other receivables.

#### Equity investments

All equity investments in scope of Ind-AS 109 are measured at fair value other than equity investments measured at deemed cost on first time adoption of Ind AS. Equity instruments which are held for trading are classified as at Fair Value Through Profit or Loss (FVTPL). For all other equity instruments, the Company decides to classify the same either as at FVTOCI or FVTPL. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognised in the OCI. There is no recycling of the amounts from OCI to Statement of Profit and Loss, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognised in the Statement of Profit and Loss.

## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### iii. De-recognition

A financial asset (or, where applicable, a part of a financial asset or part of similar financial assets) is primarily derecognised when:

- The rights to receive cash flows from the asset have expired, or
- the Company has transferred substantially all the risks and rewards of the asset

### iv. Impairment of financial assets

In accordance with Ind-AS 109, the Company applies Expected Credit Loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- Financial assets that are debt instruments, and are measured at amortised cost e.g., loans, debt securities, deposits, trade receivables and bank balance.

The Company follows 'simplified approach' for recognition of impairment loss allowance on Trade receivables.

The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. ECL is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the entity expects to receive, discounted at the original EIR. When estimating the cash flows, an entity is required to consider:

- All contractual terms of the financial instrument (including prepayment, extension, call and similar options) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the entity is required to use the remaining contractual term of the financial instrument.
- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

As a practical expedient, the Company uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

ECL impairment loss allowance (or reversal) recognised during the period is recognised as income/expense in the Statement of Profit and Loss. This amount is reflected under the head 'other expenses' in the Statement of Profit and Loss. The balance sheet presentation for various financial instruments is described below:

- Financial assets measured at amortised cost ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.

## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

For assessing increase in credit risk and impairment loss, the Company combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis.

### **B. Financial liabilities**

#### **i. Initial recognition and measurement**

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowing or payables, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts and financial guarantee contracts.

#### **ii. Subsequent measurement**

The measurement of financial liabilities depends on their classification, as described below:

##### **Financial liabilities at fair value through profit or loss**

Financial liabilities at fair value through profit or loss include derivatives, financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Company that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the Statement of Profit and Loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risks are recognised in OCI. These gains/loss are not subsequently transferred to Statement of Profit and Loss. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the Statement of Profit and Loss.

##### **Loans and borrowings**

After initial recognition, interest-bearing loans and borrowings are subsequently measured At Amortised Cost: using the EIR method. Gains and losses are recognised in Statement of Profit and Loss when the liabilities are derecognised through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

##### **Financial guarantee contracts**

Financial guarantee contracts issued by the Company are those contracts that require a payment to be made to reimburse the lender for a loss it incurs because the specified borrower fails to make a payment when due in accordance with the terms of a loan agreement. Financial guarantee contracts are recognised initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognised less cumulative amortisation.

## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the Statement of Profit and Loss.

### Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

### 3.21. Cash dividend to equity holders of the Company

The Company recognises a liability to make cash distributions to equity holders of the parent when the distribution is authorised and the distribution is no longer at the discretion of the Company. As per the corporate laws in India distribution is authorised when it is approved by the shareholders. A corresponding amount is recognised directly in equity.

### 3.22. Operating Segments

The Business Process and Risk Management Committee of the Company approved by the Board of Directors and Audit Committee performs the function of allotment of resources and assessment of performance of the Company. Considering the level of activities performed, frequency of their meetings and level of finality of their decisions, the Company has identified that Chief Operating Decision Maker function is being performed by the Business Process and Risk Management Committee. The financial information presented to the Business Process and Risk Management Committee in the context of results and for the purposes of approving the annual operating plan is on a consolidated basis for various products of the Company. As the Company's business activity falls within a single business segment viz. 'Paints' and the sales substantially being in the domestic market, the Ind AS financial statement are reflective of the information required by Ind AS 108 "Operating Segments".

### 3.23. New and amended standards

#### (i) Amendments to Ind AS 1 and Ind AS 8: Definition of Material

The amendments provide a new definition of Material that states, "information is material if omitting, misstating or obscuring it could reasonably be expected to influence decisions that the primary users of general purpose financial statements make on the basis of those financial statements, which provide financial information about a specific reporting entity." These amendments are applicable prospectively for annual periods beginning on or after 1 April 2020. The amendments clarify that materiality will depend on the nature or magnitude of information, either individually or in combination with other information, in the context of the financial statements. A misstatement of information is material if it could reasonably be expected to influence decisions made by the primary users. These amendments had no impact on the standalone financial statements nor is there expected to be any future impact to the Company.

#### (ii) Amendments to Ind AS 116: Covid-19-Related Rent Concessions

The amendments provide relief to lessees from applying Ind AS 116 guidance on lease modification accounting for rent concessions arising as a direct consequence of the Covid-19 pandemic. As a practical expedient, a lessee may elect not to assess whether a Covid-19 related rent concession from a lessor is a lease modification. A lessee that makes this selection, accounts for any change in lease payments resulting from the Covid-19 related rent concession the same way it would account for the change under Ind AS 116, if the change were not a lease modification. The impact of the same is immaterial.

## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### 3.24. Standards notified but not yet effective

There are no new standards that are notified, but not yet effective, upto the date of issuance of the Company's financial statements.

#### Note 4(a) - Property, plant and equipment

₹ in Crores

Particulars	Freehold Land	Freehold Building #	Plant and Equipment ##	Furniture and Fixtures	Computer ##	Office Equipment	Vehicles	Total
<b>Gross block at cost</b>								
As at April 1, 2019	12.73	407.54	771.75	30.38	49.00	13.50	13.05	1,297.95
Additions	-	128.14	140.92	2.33	5.05	3.40	2.75	282.59
Disposals	-	(0.12)	(2.22)	(0.12)	(0.14)	(0.02)	(2.46)	(5.08)
<b>As at March 31, 2020</b>	<b>12.73</b>	<b>535.56</b>	<b>910.45</b>	<b>32.59</b>	<b>53.91</b>	<b>16.88</b>	<b>13.34</b>	<b>1,575.46</b>
Additions	-	28.50	182.37	1.87	2.52	3.49	2.02	220.77
Disposals	-	-	(4.16)	(0.17)	(0.11)	(0.24)	(1.72)	(6.40)
<b>As at March 31, 2021</b>	<b>12.73</b>	<b>564.06</b>	<b>1,088.66</b>	<b>34.29</b>	<b>56.32</b>	<b>20.13</b>	<b>13.64</b>	<b>1,789.83</b>
<b>Accumulated Depreciation</b>								
As at April 1, 2019	-	51.47	249.09	12.55	23.93	6.23	3.23	346.50
Charge for the year	-	16.21	87.92	3.46	9.49	2.54	2.40	122.02
Disposals (accumulated upto the date of sale)	-	(0.03)	(1.08)	(0.08)	(0.13)	(0.02)	(1.73)	(3.07)
<b>As at March 31, 2020</b>	<b>-</b>	<b>67.65</b>	<b>335.93</b>	<b>15.93</b>	<b>33.29</b>	<b>8.75</b>	<b>3.90</b>	<b>465.45</b>
Charge for the year	-	20.03	98.65	3.15	8.42	2.55	2.31	135.11
Disposals (accumulated upto the date of sale)	-	-	(4.09)	(0.08)	(0.09)	(0.16)	(1.24)	(5.66)
<b>As at March 31, 2021</b>	<b>-</b>	<b>87.68</b>	<b>430.49</b>	<b>19.00</b>	<b>41.62</b>	<b>11.14</b>	<b>4.97</b>	<b>594.90</b>
<b>Net Block</b>								
As at March 31, 2021	12.73	476.38	658.17	15.29	14.70	8.99	8.67	1,194.93
As at March 31, 2020	12.73	467.91	574.52	16.66	20.62	8.13	9.44	1,110.01

# Partly on leasehold land

## Please refer next page



## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Note 4(a) - Property, plant and equipment (contd.)

## (i) Includes following assets (together constituting color bank) given under operating lease arrangements to the dealers:

₹ in Crores

Particulars	Plant and Equipment	Computer	Total
<b>Gross block at cost</b>			
As at April 1, 2019	222.19	20.03	242.22
Additions	37.94	1.56	39.50
Disposals	(0.43)	-	(0.43)
<b>As at March 31, 2020</b>	<b>259.70</b>	<b>21.59</b>	<b>281.29</b>
Additions	46.74	1.11	47.85
Disposals	(6.40)	-	(6.40)
<b>As at March 31, 2021</b>	<b>300.04</b>	<b>22.70</b>	<b>322.74</b>
<b>Accumulated Depreciation</b>			
As at April 1, 2019	115.79	11.87	127.66
Charge for the year	40.86	3.68	44.54
Disposals	(0.41)	-	(0.41)
<b>As at March 31, 2020</b>	<b>156.24</b>	<b>15.55</b>	<b>171.79</b>
Charge for the year	42.17	3.04	45.21
Disposals	(6.40)	-	(6.40)
<b>As at March 31, 2021</b>	<b>192.01</b>	<b>18.59</b>	<b>210.60</b>
<b>Net Block</b>			
As at March 31, 2021	108.03	4.11	112.14
As at March 31, 2020	103.46	6.04	109.50

(ii) For charge created on Property, plant and equipment refer note 45(b)(iii)(a)

(iii) Title deeds of immovable properties set out in Note 4(a) above, are in the name of the Company except those mentioned below which is transferred to and vested in the Company pursuant to the respective Schemes of Arrangement in earlier years.

Particulars	No. of title deeds	Gross Carrying Amount (₹ in Crores)		Net Carrying Amount (₹ in Crores)		Held in the name of
		As at 31st March, 2021	As at 31st March, 2020	As at 31st March, 2021	As at 31st March, 2020	
Freehold land at Rishra, West Bengal	1	1.36	1.36	1.36	1.36	Berger Auto & Industrial Coatings Limited

## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Note 4(b) - Capital Work in Progress

₹ in Crores

Particulars	Building	Plant and Equipment	Other Assets	Total
<b>As at April 1, 2019</b>	79.64	68.02	0.07	147.73
Additions	85.51	199.53	9.66	294.70
Transferred to property, plant and equipment	(128.14)	(140.92)	(5.08)	(274.14)
<b>As at March 31, 2020</b>	<b>37.01</b>	<b>126.63</b>	<b>4.65</b>	<b>168.29</b>
Additions	36.12	104.80	4.62	145.54
Transferred to property, plant and equipment	(28.50)	(182.37)	(5.36)	(216.23)
<b>As at March 31, 2021</b>	<b>44.63</b>	<b>49.06</b>	<b>3.91</b>	<b>97.60</b>

### Note 5 - Intangible assets

₹ in Crores

Particulars	Computer Software	Total
<b>Gross block at cost</b>		
<b>As at April 1, 2019</b>	19.20	19.20
Additions	1.82	1.82
Disposals	(0.02)	(0.02)
<b>As at March 31, 2020</b>	<b>21.00</b>	<b>21.00</b>
Additions	2.05	2.05
Disposals	-	-
<b>As at March 31, 2021</b>	<b>23.05</b>	<b>23.05</b>
<b>Accumulated Amortisation</b>		
<b>As at April 1, 2019</b>	<b>11.84</b>	<b>11.84</b>
Charge for the year	2.28	2.28
Disposals	(0.05)	(0.05)
<b>As at March 31, 2020</b>	<b>14.07</b>	<b>14.07</b>
Charge for the year	2.59	2.59
Disposals	-	-
<b>As at March 31, 2021</b>	<b>16.66</b>	<b>16.66</b>
<b>Net Block</b>		
<b>As at March 31, 2021</b>	<b>6.39</b>	<b>6.39</b>
<b>As at March 31, 2020</b>	<b>6.93</b>	<b>6.93</b>

## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Note 6. Non-current financial assets - Investments

Particulars	Nominal Value per unit	Currency	Number of shares		Amount (₹ in Crores)	
			As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
<b>Trade Investments</b>						
<b>At fair value through profit or loss:</b>						
Equity Shares - Unquoted (Fully Paid)						
Shaktikunj Apartments Limited *	1.00	INR	1,498	1,498	0.00	0.00
					<b>0.00</b>	<b>0.00</b>
<b>At Amortised Cost</b>						
Equity Shares - Unquoted (Fully Paid)						
<u>Investment in Subsidiaries</u>						
Beepee Coatings Private Limited	10.00	INR	25,00,000	25,00,000	2.50	2.50
Berger Jenson & Nicholson (Nepal) Private Limited	100.00	NEPALESE RUPEE	3,45,421	3,45,421	4.46	4.46
Berger Paints (Cyprus) Limited						
Gross Investment	1.71	EURO	77,10,923	74,40,964	96.04	90.12
Less: Impairment loss recognised till date (Refer Note 39.3)					(71.40)	(56.60)
Net carrying amount of investments					24.64	33.52
Lusako Trading Limited	1.71	EURO	1,33,97,605	60,47,149	182.76	76.24
SBL Specialty Coatings Private Limited	10.00	INR	29,60,000	29,60,000	83.18	83.18
Berger Hesse Wood Coatings Private Limited	1.00	INR	1,03,03,580	1,03,03,580	1.50	1.50
Berger Rock Paints Private Limited	1.00	INR	4,08,00,000	4,08,00,000	4.08	4.08
STP Limited	10.00	INR	1,88,63,180	1,88,63,180	125.20	125.20
<u>Investment in Joint Ventures</u>						
Berger Becker Coatings Private Limited	100.00	INR	2,70,850	2,70,850	2.71	2.71
Berger Nippon Paint Automotive Coatings Private Ltd. (Formerly BNB Coatings India Private Limited/BNB Coatings India Limited)	1,000.00	INR	15,48,398	13,52,400	154.84	135.24
<b>Total</b>					<b>585.87</b>	<b>468.63</b>
<b>Aggregate book value of Unquoted Investments</b>					<b>585.87</b>	<b>468.63</b>
<b>Aggregate amount of impairment in value of Investment</b>					<b>71.40</b>	<b>56.60</b>

**Note :**

\* Refer Note 53.

Refer Note 48(a) for fair value determination.

### Note 7. Non-current financial assets - Loans and Deposits (Unsecured, considered good unless otherwise stated)

₹ in Crores

Particulars	As at March 31, 2021	As at March 31, 2020
<b>At Amortised Cost:</b>		
Security deposits*	24.76	18.01
<b>Total</b>	<b>24.76</b>	<b>18.01</b>

\*Refer Note 46 for security deposits given to related parties

## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Note 8. Non-current financial assets - Other financial assets (Unsecured, considered good unless otherwise stated)

₹ in Crores

Particulars	As at March 31, 2021	As at March 31, 2020
<b>At Amortised Cost</b>		
Bank Deposits with original maturity of more than twelve months**	27.61	-
Advances for share application money (to related parties) (Refer Note 46) #	0.01	39.12
<b>Total</b>	<b>27.62</b>	<b>39.12</b>
# Represents share application money pending allotment in the following entities:		
Berger Paints (Cyprus) Limited [wholly owned subsidiary]	0.01	-
Lusako Trading Limited (wholly owned subsidiary)	-	39.12
<b>Total</b>	<b>0.01</b>	<b>39.12</b>
**Includes deposits pledged against Bank Guarantees		

### Note 9. Income Tax Assets (net)

₹ in Crores

Particulars	As at March 31, 2021	As at March 31, 2020
Advance payment of income tax [net of provision for tax of ₹1,553.78 crores (March 31, 2020 - ₹1,313.22 crores)]	28.01	33.96
<b>Total</b>	<b>28.01</b>	<b>33.96</b>

### Note 10. Other non-current assets

(Unsecured considered good unless otherwise stated)

₹ in Crores

Particulars	As at March 31, 2021	As at March 31, 2020
Capital advances	13.65	15.50
Prepayments	0.08	0.15
Balances with statutory/government authorities	3.64	3.70
<b>Total</b>	<b>17.37</b>	<b>19.35</b>

### Note 11. Inventories

(at lower of cost and net realisable value)

₹ in Crores

Particulars	As at March 31, 2021	As at March 31, 2020
Raw materials [Including in-transit ₹94.39 crores (March 31, 2020 - ₹52.96 crores)]	439.02	310.10
Packing materials [Including in-transit ₹0.23 crores (March 31, 2020 - ₹0.12 crores)]	38.51	23.67
Work in progress	96.33	65.55
Finished goods	775.88	671.15
Traded goods [Including in-transit ₹2.71 crores (March 31, 2020 - ₹3.87 crores)]	135.39	82.94
Stores and Spares	13.87	13.83
<b>Total</b>	<b>1,499.00</b>	<b>1,167.24</b>

## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Note 12. Current financial assets - Investments

Particulars	Nominal Value (₹ per unit)	Number of units		Amount (₹ in Crores)	
		As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
<b>At fair value through profit or loss (FVTPL):</b>					
<u>Investments in Mutual Funds - Unquoted</u>					
Aditya Birla Sun Life Low Duration Fund - Growth - Direct Plan (formerly known as Aditya Birla Sun Life Cash Manager)	100	-	77,229	-	3.97
Aditya Birla Sunlife Liquid Fund - Growth - Direct Plan (formerly known as Aditya Birla Sun Life cash plus)	100	-	1,32,033	-	4.22
Aditya Birla Sunlife Money Manager Fund - Growth Direct Plan (formerly known as Aditya Birla Sun Life Floating Rate Fund Short Term Plan)	100	-	9,76,918	-	26.47
Axis Ultra Short Term Fund - Direct Growth - USDG	10	-	1,64,50,588	-	18.66
DSP Overnight Fund - Dir - Growth	1,000	-	50,186	-	5.36
Franklin India Liquid Fund Super Institutional Plan - Direct Growth (formerly known as Franklin India Treasury Management Account - Super Institutional Plan - Direct)	1,000	-	7,185	-	2.14
Franklin India Ultra Short Bond Fund Super Institutional Plan - Direct - Growth	10	35,17,074	69,68,257	9.77	19.27
HDFC Low Duration Fund - Direct Plan - Growth Option	10	-	39,92,044	-	17.65
HDFC Money Market Fund - Direct Plan - Growth Option	1,000	1,37,402	-	61.47	-
HDFC Ultra Short Term Fund - Direct Plan - Direct Growth	10	2,99,14,406	-	35.72	-
Kotak Savings Fund Direct Plan Growth (formerly known as Kotak Treasury Adv)	10	-	8,27,358	-	2.72
UTI Liquid Cash Plan - Direct Growth	1,000	-	6,182	-	2.01
Kotak Money Market Fund - Direct Plan - Growth (formerly known as Kotak Floater ST)	10	10,281	10,356	3.58	3.43
Franklin India Short Term Income Plan - Weekly Dividend	10	-	10,320	-	4.18
Franklin India Short Term Income Plan- Direct Growth	10	9,460	-	3.76	-
LIC MF Liquid Fund - Direct Plan-Growth - LICLF	1,000	-	20,973	-	7.56
SBI Savings Fund - Direct Plan - Growth	10	1,46,25,739	48,00,312	50.02	15.54
UTI Corporate Bond Fund - Direct Growth Plan	10	-	25,40,963	-	3.00
ICICI Prudential Savings Fund - Direct Plan - Growth	100	-	11,05,962	-	43.17
ICICI Prudential Money Market Fund - Direct Growth	100	12,69,904	-	37.50	-
<b>Aggregate amount of Unquoted Investments</b>				<b>201.82</b>	<b>179.35</b>
<b>Aggregate amount of Repurchase Price of Unquoted Investments</b>				<b>201.82</b>	<b>179.35</b>

Refer Note 48a for determination of fair value.



## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Note 13. Current financial assets-Trade receivables

₹ in Crores

Particulars	As at March 31, 2021	As at March 31, 2020
<b>At Amortised Cost</b>		
Unsecured		
Considered good #	838.61	558.57
Credit Impaired	16.88	6.85
Less: Allowance for credit impaired trade receivable	(16.88)	(6.85)
<b>Total</b>	<b>838.61</b>	<b>558.57</b>
<b># Includes debts due from related parties:</b>		
Berger Jenson & Nicholson (Nepal) Private Limited	5.97	10.51
Berger Becker Coatings Private Limited	0.27	1.72
SBL Specialty Coatings Private Limited	2.22	0.64
Berger Nippon Paint Automotive Coatings Private Ltd.	11.22	16.79
Berger Paints Overseas Limited	1.13	1.78
Berger Rock Paints Private Limited	5.53	4.56
Berger Hesse Wood Coatings Private Limited	0.03	0.02
STP Limited	0.46	-
Wang Investments & Finance Private Ltd.	0.09	-
Bolix S.A.	0.10	-

- (i) Trade receivables are non-interest bearing and generally have credit period between 30 to 90 days.  
(ii) For terms and conditions relating to related party receivables, refer Note 46.  
(iii) Refer Note 49 for movement in expected credit loss allowance on trade receivable.

### Note 14. Current Financial assets- Cash and Cash Equivalents

₹ in Crores

Particulars	As at March 31, 2021	As at March 31, 2020
<b>At Amortised Cost</b>		
Balances with banks:		
– On current accounts	70.64	37.20
– Deposits with original maturity of less than three months #	14.00	17.87
Cheques/drafts on hand	5.59	-
Cash on hand	0.45	0.59
<b>Total</b>	<b>90.68</b>	<b>55.66</b>

- # Short-term deposits are made for varying periods between one day and three months, depending on the immediate cash requirements of the Company and earn interest between 2.5% to 3.5% p.a.

## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Note 15. Current Financial Assets - Other bank balances

₹ in Crores

Particulars	As at March 31, 2021	As at March 31, 2020
<b>At Amortised Cost</b>		
Other bank balances:		
– Balance with banks in Unpaid Dividend Account @	6.12	6.69
– Deposits with original maturity of not less than three months but not more than twelve months ##	241.75	63.20
<b>Total</b>	<b>247.87</b>	<b>69.89</b>

@ Earmarked for payment of Unclaimed Dividend

## Deposits with Banks earn interest between 4.00% to 6.00% p.a. (March 31, 2020- 4.75% to 7.30% p.a.) and are made for periods between 91 to 365 days (March 31, 2020 - periods between 91 to 366 days).

### Note 16. Current Financial Assets - Loans and deposits

(Unsecured, considered good unless otherwise stated)

₹ in Crores

Particulars	As at March 31, 2021	As at March 31, 2020
<b>At Amortised Cost</b>		
Security deposits*	11.08	9.01
<b>Total</b>	<b>11.08</b>	<b>9.01</b>

\*Refer Note 46 for security deposits given to related parties

### Note 17. Current Financial Assets - Other Financial Assets

(Unsecured, considered good unless otherwise stated)

₹ in Crores

Particulars	As at March 31, 2021	As at March 31, 2020
<b>At Amortised Cost</b>		
Interest accrued on deposits	5.06	2.37
Other receivables **	9.14	4.58
<b>Total</b>	<b>14.20</b>	<b>6.95</b>
** Includes receivable from following related parties (Refer Note 46):		
Berger Paints (Bangladesh) Limited	0.46	0.42
Berger Jenson & Nicholson (Nepal) Private Limited	4.94	4.08
<b>Total</b>	<b>5.40</b>	<b>4.50</b>

## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Note 18. Other current assets

(Unsecured, considered good unless otherwise stated)

₹ in Crores

Particulars	As at March 31, 2021	As at March 31, 2020
Advances other than capital advances	17.90	17.23
Prepayments	10.95	10.67
Subsidy receivable #	57.99	44.09
Balances with statutory/government authorities	95.16	90.45
<b>Total</b>	<b>182.00</b>	<b>162.44</b>

# The Company has subsidy receivable under "Scheme of Budgetary Support under GST Regime to the eligible units" located in specified States along with Freight subsidy receivable as per the State Level Committee for Freight Subsidy Scheme, 2013 for the Assam unit.

### Note 19. Equity Share Capital

₹ in Crores

Particulars	As at March 31, 2021	As at March 31, 2020
<b>Authorised Share Capital</b>		
1,20,00,00,000 Equity Shares of ₹1 each (March 31, 2020: 1,20,00,00,000 Equity Shares of ₹1 each)	120.00	120.00
<b>Issued Share Capital</b>		
97,13,86,517 Equity Shares of ₹1 each fully paid up (March 31, 2020: 97,13,11,260 Equity Shares of ₹1 each fully paid up)	97.14	97.13
<b>Subscribed and Paid-up Share Capital</b>		
97,12,95,037 Equity Shares of ₹1 each fully paid up (March 31, 2020: 97,12,19,780 Equity Shares of ₹1 each fully paid up)	97.13	97.12

#### a) The reconciliation of share capital is given below:

Particulars	As at March 31, 2021		As at March 31, 2020	
	No. of Shares	₹ in Crores	No. of Shares	₹ in Crores
At the beginning of the year	97,12,19,780	97.12	97,11,29,711	97.11
Add: Shares issued on exercise of Employee Stock Options (Refer Note 43)	75,257	0.01	90,069	0.01
<b>At the end of the year</b>	<b>97,12,95,037</b>	<b>97.13</b>	<b>97,12,19,780</b>	<b>97.12</b>

#### b) Terms / Rights attached to equity shares

The Company has only one class of equity shares having a par value of ₹1 each. Holder of each equity share is entitled to one vote per share. The Company declares and pays dividends in Indian Rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### c) Equity shares held by the ultimate holding company and/or the subsidiaries/associates of holding company

Particulars	As at March 31, 2021	As at March 31, 2020
U K Paints (India) Private Limited [Ultimate Holding Company]	48,65,45,399	48,65,45,399
Jenson & Nicholson (Asia) Limited, UK	14,06,56,782	14,06,56,782
Citland Commercial Credits Limited	3,09,15,659	3,09,15,659
Wang Investment & Finance Private Limited	2,99,85,580	2,99,85,580
Bigg Investment & Finance Private Limited	79,52,420	79,52,420

### d) Details of shareholders holding more than 5 percent of equity shares in the Company

Particulars	As at March 31, 2021		As at March 31, 2020	
	No. of Shares	% holding	No. of Shares	% holding
U K Paints (India) Private Limited (Ultimate Holding Company)	48,65,45,399	50.09%	48,65,45,399	50.10%
Jenson & Nicholson (Asia) Limited, UK	14,06,56,782	14.48%	14,06,56,782	14.48%

As per records of the Company, including its register of shareholders/members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares as declared under the relevant provisions of the Companies Act, 2013.

### e) Shares reserved for issue under Employee Stock Options:

For movement of shares reserved for issue under the Employee Stock Option Plan (ESOP) of the Company, refer Note 43.

- f) The Company has not issued any shares pursuant to any contract without payment being received in cash or as fully paid up by way of bonus shares. The Company has not bought back any shares.

## Note - 20. Other equity

For the year ended March 31, 2021

₹ in Crores

Particulars	Reserves & Surplus						Total Equity
	Securities Premium	Share Based Payment Reserve	Retained Earnings	Capital Reserve	General Reserve	Capital Redemption Reserve	
As at April 1, 2020	116.77	2.25	2,118.23	0.02	290.61	0.04	2,527.92
Profit for the year	-	-	680.78	-	-	-	680.78
Other comprehensive income for the year (net of tax)	-	-	0.01	-	-	-	0.01
<b>Total Comprehensive Income for the year</b>	-	-	<b>680.79</b>	-	-	-	<b>680.79</b>
Share based payments (Note 43)	-	2.97	-	-	-	-	2.97
Exercise of share options (Note 43)	2.56	(2.56)	-	-	-	-	-
Share Options forfeited/lapsed (Note 43)	-	(0.06)	-	-	-	-	(0.06)
Dividends (Note 31)	-	-	(29.14)	-	-	-	(29.14)
<b>As at March 31, 2021</b>	<b>119.33</b>	<b>2.60</b>	<b>2,769.88</b>	<b>0.02</b>	<b>290.61</b>	<b>0.04</b>	<b>3,182.48</b>

## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Note - 20. Other equity (contd.)

For the year ended March 31, 2020

₹ in Crores

Particulars	Reserves & Surplus						Total Equity
	Securities Premium	Share Based Payment Reserve	Retained Earnings	Capital Reserve	General Reserve	Capital Redemption Reserve	
As at April 1, 2019	114.62	2.38	1,850.01	0.02	290.61	0.04	2,257.68
Profit for the year	-	-	699.05	-	-	-	699.05
Other comprehensive income for the year (net of tax)	-	-	(6.52)	-	-	-	(6.52)
<b>Total Comprehensive Income for the year</b>	-	-	<b>692.53</b>	-	-	-	<b>692.53</b>
Share based payments (Note 43)	-	2.04	-	-	-	-	2.04
Exercise of share options (Note 43)	2.15	(2.15)	-	-	-	-	-
Share Options forfeited/lapsed (Note 43)	-	(0.02)	-	-	-	-	(0.02)
Dividends (Note 31)	-	-	(369.04)	-	-	-	(369.04)
Dividend distribution tax on Dividend (Note 31)	-	-	(55.27)	-	-	-	(55.27)
<b>As at March 31, 2020</b>	<b>116.77</b>	<b>2.25</b>	<b>2,118.23</b>	<b>0.02</b>	<b>290.61</b>	<b>0.04</b>	<b>2,527.92</b>

#### Notes:

**Securities Premium** - Premium received on equity shares issued including those under Employee Stock Option Plan are recognised in the securities premium account net of utilization for bonus shares issued.

**Retained Earnings** - Retained earnings includes surplus in the Statement of Profit and Loss, Ind-AS related adjustments as on the date of transition, remeasurement gains/ losses on defined benefit plans.

**General Reserve** - Under the erstwhile Indian Companies Act 1956, a general reserve was created through an annual transfer of net income at a specified percentage in accordance with applicable regulations, to ensure that if a dividend distribution in a given year is more than 10% of the paid up capital of the Company for that year, the total dividend distribution is less than the total distributable results for that year. Consequent to introduction of Companies Act 2013, the requirement to mandatorily transfer a specified percentage of the net profit to general reserve has been withdrawn.

**Share based payment reserve** - The Company has an Employee Stock Option Plan (ESOP) under which options to subscribe for the Company's shares have been granted to specific employees.

The Share based payment reserve is used to recognise the value of equity-settled share-based payments to employees as part of their remuneration. The year end balance is net off options exercised by the concerned employees. Refer to Note 43 for further details of these plans.

**Capital redemption reserve** - Represents amount equal to the face value of equity shares transferred at the time of buy-back of shares.

**Capital Reserve** - Includes profit on re-issue of forfeited shares.

### Note 21. Non-current Financial Liabilities-Deposits

₹ in Crores

Particulars	As at March 31, 2021	As at March 31, 2020
<b>At Amortised Cost</b>		
Deposits	53.43	25.88
	<b>53.43</b>	<b>25.88</b>



## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Note 22. Non-Current Provisions

₹ in Crores

Particulars	As at March 31, 2021	As at March 31, 2020
Provision for decommissioning #	3.68	3.41
	<b>3.68</b>	<b>3.41</b>

#### Provision for decommissioning

₹ in Crores

Particulars	As at March 31, 2021	As at March 31, 2020
At the beginning of the year	3.41	3.16
Discount unwinding for the year	0.27	0.25
At the end of the year	<b>3.68</b>	<b>3.41</b>

# Recognised towards provision for decommissioning /dismantling of Property, plant and equipment.

### Note 23. Deferred tax assets & liabilities (net)

₹ in Crores

Particulars	Balance Sheet (Liability)/Asset		Statement of Profit and Loss and Other Comprehensive Income [expense/(income)]	
	As at March 31, 2021	As at March 31, 2020	Year ended March 31, 2021	Year ended March 31, 2020
<b>Deferred tax liabilities</b>				
Arising out of temporary differences between tax and book written down value of depreciable assets	48.83	49.53	(0.70)	19.80
Financial Assets at fair value through profit or loss	0.21	0.21	-	1.95
<b>Total (A)</b>	<b>49.04</b>	<b>49.74</b>	<b>(0.70)</b>	<b>21.75</b>
<b>Deferred tax assets</b>				
Expenses allowable on payment basis for tax purposes	9.44	8.57	0.87	0.12
Decommissioning liability	0.93	0.86	0.07	(0.28)
Others through Other Comprehensive Income	3.55	3.54	0.01	(2.19)
Arising out of temporary differences on accounting of lease rentals under Ind AS 116	8.74	7.63	1.11	1.81
<b>Total (B)</b>	<b>22.66</b>	<b>20.60</b>	<b>2.06</b>	<b>(0.54)</b>
<b>Deferred tax expenses/ (credit) (A-B)</b>			<b>(2.76)</b>	<b>22.29</b>
<b>Net deferred tax (liabilities)/assets (A-B)</b>	<b>(26.38)</b>	<b>(29.14)</b>	<b>-</b>	<b>-</b>

#### Reconciliation of deferred tax liabilities (net)

₹ in Crores

Particulars	As at March 31, 2021	As at March 31, 2020
Opening balance	29.14	51.43
Tax expense/(income) during the period recognised in Statement of Profit and Loss	(2.75)	(20.10)
Tax expense/(income) during the period recognised in OCI	(0.01)	(2.19)
<b>Closing balance</b>	<b>26.38</b>	<b>29.14</b>

## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Note 23. Deferred tax assets & liabilities (net) (contd.)

During the year ended March 31, 2020, the Company had paid dividend to its shareholders. This had resulted in payment of Dividend Distribution Tax (DDT) to the taxation authorities. The Company believes that DDT represents additional payment to taxation authority on behalf of the shareholders. With effect from 1 April 2020, the Dividend Distribution Tax ('DDT') payable by the company under section 115 O of Income Tax Act was abolished and a withholding tax was introduced on the payment of dividend. As a result, dividend is now taxable in the hands of the recipient.

#### Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate:

₹ in Crores

Particulars	Year Ended March 31, 2021	Year Ended March 31, 2020
<b>Accounting Profit before Income tax</b>	<b>918.58</b>	<b>905.42</b>
Profit before income tax multiplied by standard rate of corporate tax in India of 25.168% (March 31, 2020: 25.168%)	231.19	227.88
Impact of reduced tax rate on dividend received from foreign company	-	(7.42)
Reversal of opening deferred tax liability due to change in tax rate	-	(14.77)
Effects of:		
Permanent differences affecting income tax expense:		
Additional deduction allowed in respect of R&D Expenditure	(0.47)	(0.41)
Disallowance of exceptional item (impairment) (refer Note 39.3)	3.71	-
Other miscellaneous disallowances/(allowance)	3.38	(1.10)
<b>Net effective income tax</b>	<b>237.81</b>	<b>204.18</b>
(i) Tax expense reported in the Statement of Profit and Loss		
Current tax	240.55	226.47
Deferred tax /(credit)	(2.75)	(20.10)
(ii) Income tax credit recognised in Other Comprehensive Income	0.01	(2.19)
<b>Total</b>	<b>237.81</b>	<b>204.18</b>

The Company had exercised the option permitted under Section 115BAA of the Income-tax Act, 1961 as introduced by the Taxation Laws (Amendment) Ordinance, 2019 during the previous year. Accordingly, the Deferred Tax Liabilities (net) as at 1st April, 2019 has been re-measured and the resultant impact has been recognised in financial statements for previous year.

### Note 24. Non-current liabilities - Others

₹ in Crores

Particulars	Year Ended March 31, 2021	Year Ended March 31, 2020
Other liabilities	2.32	2.48
<b>Total</b>	<b>2.32</b>	<b>2.48</b>

## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Note 25. Current Financial liabilities - Borrowings

₹ in Crores

Particulars	As at March 31, 2021	As at March 31, 2020
<b>At Amortised Cost</b>		
<b>Secured</b>		
From Banks:		
Cash credit	5.44	12.36
Working capital demand loan	-	210.10
<b>Unsecured</b>		
Commercial Paper	150.00	-
<b>Total</b>	<b>155.44</b>	<b>222.46</b>

Cash Credits from banks are secured by way of first charge on book debts and other current assets ranking pari passu between the lenders (first pari passu charge over entire current assets). Cash Credit is repayable on demand and carries interest at 6.50% - 9.15 % per annum (March 31, 2020: 7.95% - 10.30% per annum).

Working capital demand loan from banks outstanding as on March 31, 2020 were secured by way of first charge on book debts and other current assets ranking pari passu between the lenders (first pari passu charge over entire current assets) and were repaid within April 30, 2020. Applicable interest rate was 8.00 % - 9.15% per annum.

Commercial paper as at March 31, 2021 carried interest at 3.51% - 4.00% per annum and were repaid within April 30, 2021.

### Changes in liabilities arising from financing activities

₹ in Crores

Particulars	April 1, 2020	Cash flows	New Leases	Others	March 31, 2021
<b>Current Borrowings</b>					
Cash credit	12.36	(6.92)	-	-	5.44
Working Capital Demand Loan	210.10	(210.10)	-	-	-
Commercial paper	-	150.00	-	-	150.00
<b>Current &amp; Non-Current Lease Liability</b>	<b>219.20</b>	<b>(73.57)</b>	<b>77.36</b>	<b>17.89</b>	<b>240.88</b>

₹ in Crores

Particulars	April 1, 2019	Cash flows	New Leases	Others	March 31, 2020
<b>Current Borrowings</b>					
Cash credit	53.74	(41.38)	-	-	12.36
Working Capital Demand Loan	76.60	133.50	-	-	210.10
Commercial paper	85.00	(85.00)	-	-	-
<b>Current &amp; Non-Current Lease Liability</b>	<b>224.01</b>	<b>(98.61)</b>	<b>75.82</b>	<b>17.98</b>	<b>219.20</b>

## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Note 26. Current Financial Liabilities-Trade Payables

₹ in Crores

Particulars	As at March 31, 2021	As at March 31, 2020
<b>At Amortised Cost</b>		
Total outstanding dues of micro enterprises and small enterprises (Refer Note 26.1 below)	56.93	49.98
Total outstanding dues of creditors other than micro enterprises and small enterprises	-	-
(i) Acceptances*	105.84	120.14
(ii) Outstanding dues other than Acceptances [includes ₹66.51 crores (March 31, 2020: ₹45.25 crores) payable to related parties]	1,246.45	842.80
<b>Total</b>	<b>1,409.22</b>	<b>1,012.92</b>

\*Note: Acceptances are payable to banks.

### Note 26.1. Disclosure under the Micro, Small and Medium Enterprises Development Act, 2006 are provided as under to the extent the Company has received intimation from the suppliers regarding their status under the Act.

₹ in Crores

Particulars	As at March 31, 2021	As at March 31, 2020
Principal amount remaining unpaid at the end of the year	52.45	47.15
Interest due thereon remaining unpaid at the end of the year	4.48	2.83
	<b>56.93</b>	<b>49.98</b>
Delayed payment of Principal amount paid beyond appointed date during the entire financial year	235.93	129.24
Interest actually paid under Section 16 of the Act during the entire accounting year	-	-
Amount of Interest due and payable for the period of delay in making the payment (which have been paid but beyond the appointed day during the year) but without adding interest specified under this Act.	1.59	0.63
Amount of Interest due and payable for the period (where principal has been paid but interest under the MSMED Act not paid)	-	0.18
Interest accrued and remaining unpaid at the end of the year	1.65	0.69
The amount of further interest remaining due and payable even in succeeding years, until such date when the interest dues as above are actually paid to the Micro and Small Enterprises for the purpose of disallowances as deductible expenditure under Section 23 of this Act	4.48	2.83

#### Terms and conditions of the above trade payables:

Trade payables are non interest bearing and are normally settled on 45-90 days terms.

For terms and conditions of transactions with related parties, refer Note 46.

## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Note 27. Current financial liabilities - other financial liabilities

₹ in Crores

Particulars	As at March 31, 2021	As at March 31, 2020
<b>At Amortised Cost:</b>		
Interest accrued but not due on borrowings	0.74	0.67
Unpaid Dividends (to be credited to Investor Education and Protection Fund as and when due)	6.12	6.69
Deposits	29.67	42.35
Capital creditors	28.89	42.74
Accrued employee liabilities	30.77	29.94
Other payables	1.87	2.86
<b>At Fair Value Through Profit or Loss Account</b>		
Financial guarantee contracts	1.00	0.74
<b>Total</b>	<b>99.06</b>	<b>125.99</b>

### Note 28. Other current liabilities

₹ in Crores

Particulars	As at March 31, 2021	As at March 31, 2020
Advance from customers	23.90	14.63
Statutory liabilities	38.12	26.14
Other liabilities	4.89	1.88
<b>Total</b>	<b>66.91</b>	<b>42.65</b>

### Note 29. Current Provisions

₹ in Crores

Particulars	As at March 31, 2021	As at March 31, 2020
Provision for Gratuity (refer Note 42)	4.46	8.65
Provision for Leave encashment	23.15	21.34
<b>Total</b>	<b>27.61</b>	<b>29.99</b>

### Note 30. Current tax liabilities (net)

₹ in Crores

Particulars	As at March 31, 2021	As at March 31, 2020
Provision for income tax [net of advance taxes of ₹117.42 crores (March 31, 2020 : ₹117.42 crores)]	3.54	3.54
<b>Total</b>	<b>3.54</b>	<b>3.54</b>



## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Note 31. Distribution made and proposed

₹ in Crores

Particulars	As at March 31, 2021	As at March 31, 2020
<b>Dividends on equity shares declared and paid:</b>		
Final dividend for March 31, 2020- ₹0.30 per share (March 31, 2019 - ₹1.90 per share)	29.14	184.51
Dividend Distribution Tax on final dividend #	-	25.07
Interim Dividend paid during the year 2020-21 - ₹Nil per share (2019-20 - ₹1.90)	-	184.53
Dividend Distribution Tax on Interim Dividend #	-	30.20
<b>Total</b>	<b>29.14</b>	<b>424.31</b>

₹ in Crores

Particulars	As at March 31, 2021	As at March 31, 2020
<b>Proposed dividends on equity shares:</b>		
Final dividend for March 31, 2021- ₹2.80 per share (March 31, 2020 - ₹0.30 per share)	271.96	29.14
Dividend Distribution Tax on proposed dividend #	-	7.33
<b>Total</b>	<b>271.96</b>	<b>36.47</b>

As at March 31, 2021, proposed dividend on equity shares are subject to approval in the ensuing Annual General Meeting. Pending such approval, proposed dividend has not been recognised in these Ind AS financial statements.

# With effect from 1 April 2020, the Dividend Distribution Tax ('DDT') payable by the company under section 115 O of Income Tax Act was abolished and a withholding tax was introduced on the payment of dividend. As a result, dividend is now taxable in the hands of the recipient.

### Note 32. Revenue from Operations

₹ in Crores

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Revenue from sale of products [net off rebates and discounts]	5,716.66	5,608.49
Revenue from combined contracts	227.68	20.58
Other operating revenue		
Scrap sales	8.99	10.33
Income from government grant	45.01	32.25
Others	23.07	20.04
<b>Total</b>	<b>6,021.41</b>	<b>5,691.69</b>

## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Note 32.1. Disaggregation of revenue from contracts with customers

The Company derives revenue from following major segments:

₹ in Crores

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
<b>A. Revenue disaggregated based on nature of product or services</b>		
<b>(i) Revenue from contracts with customers</b>		
Revenue from sale of paints and allied products (net of rebates and discounts) *	5,716.66	5,608.49
Revenue from combined contracts (supply apply contracts)**	227.68	20.58
	<b>5,944.34</b>	<b>5,629.07</b>
<b>(ii) Other operating revenues</b>		
Sale of Scrap	8.99	10.33
Income from government grant	45.01	32.25
Others	23.07	20.04
	<b>77.07</b>	<b>62.62</b>
<b>Total</b>	<b>6,021.41</b>	<b>5,691.69</b>
<b>B. Revenue from contracts with customers disaggregated based on geography</b>		
India	5,922.00	5,613.82
Outside India	22.34	15.25
<b>Total</b>	<b>5,944.34</b>	<b>5,629.07</b>

\* Revenue from sale of goods is recognised on transfer of control in the goods to customers at a point of time by performance of obligation towards delivery or as per customers' instruction.

\*\* Revenue from combined contract is recognised at a point of time when such combined output is delivered to customers' satisfaction as per agreed milestones and customers acknowledge their obligation to pay for such output in accordance with terms and condition of underlying contracts.

The Company provides agreed upon performance warranty for selected range of products and services. The amount of liability towards such warranties are immaterial.

### Note 32.2 Reconciliation of gross revenue with revenue from contracts with customers

₹ in Crores

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Gross revenue	7,003.92	6,563.95
Less: rebates and discounts	1,059.58	934.88
<b>Net revenue recognised from contracts with customers</b>	<b>5,944.34</b>	<b>5,629.07</b>

### Note 33. Other income

₹ in Crores

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Interest Income		
Investment in deposits with banks carried at amortized cost	9.91	5.61
Others	5.37	3.74
Insurance claim received	2.34	-
Dividend income from subsidiary	3.92	100.09

## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Note 33. Other income (contd.)

₹ in Crores

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Net gain on sale of mutual fund investments measured at FVTPL	6.61	15.94
Fair value gain on mutual fund investments measured at FVTPL	3.29	0.83
Foreign Exchange Gain (net)	2.39	-
Discount Income	8.23	5.66
Arrangement Fees	2.36	1.48
Royalty Income	2.48	2.69
Corporate Guarantee Income	1.60	1.35
Miscellaneous Income	7.27	13.43
<b>Total</b>	<b>55.77</b>	<b>150.82</b>

### Note 34. Cost of materials consumed

₹ in Crores

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
<b>Raw materials consumed</b>		
Opening Stock	310.10	317.88
Purchases	2,726.31	2,484.41
Closing stock	(439.02)	(310.10)
	<b>2,597.39</b>	<b>2,492.19</b>
<b>Packing material consumed</b>		
Opening Stock	23.67	20.36
Purchases	475.39	413.65
Closing stock	(38.51)	(23.67)
	<b>460.55</b>	<b>410.34</b>
<b>Cost of materials consumed</b>	<b>3,057.94</b>	<b>2,902.53</b>

### Note 35. (Increase)/Decrease in inventories of finished goods, work-in-progress and traded goods

₹ in Crores

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
<b>Opening Stock</b>		
Work-in-progress	65.55	79.24
Finished goods	671.15	649.31
Traded goods	82.94	70.81
	<b>819.64</b>	<b>799.36</b>
Stock Adjustment @	4.19	3.47
<b>Closing Stock</b>		
Work-in-progress	96.33	65.55
Finished goods	775.88	671.15
Traded goods	135.39	82.94
	<b>1,007.60</b>	<b>819.64</b>
<b>(Increase)/Decrease in inventories of finished goods, work-in-progress and traded goods</b>	<b>(183.77)</b>	<b>(16.81)</b>

@ Includes finished goods used for purposes other than sale.

## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Note 36. Employee benefits expense

₹ in Crores

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Salaries, wages and bonus	305.02	293.49
Contribution to provident and other funds (Refer Note 42)	20.17	18.15
Employee stock option plan (Refer Note 43)	2.90	2.02
Staff welfare expenses	24.62	28.86
<b>Total</b>	<b>352.71</b>	<b>342.52</b>

### Note 37. Finance Costs

₹ in Crores

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Interest on borrowings	15.06	19.41
Interest on lease liabilities (Refer Note 44)	17.89	13.02
Unwinding of discount on provisions (Refer Note 22)	0.27	0.25
<b>Total</b>	<b>33.22</b>	<b>32.68</b>

### Note 38. Depreciation and Amortization expense

₹ in Crores

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Depreciation of property, plant and equipment (Refer Note 4)	135.11	122.02
Amortization of intangible assets (Refer Note 5)	2.59	2.28
Depreciation of right-of-use assets (Refer Note 44)	48.42	46.22
<b>Total</b>	<b>186.12</b>	<b>170.52</b>

### Note 39. Other expenses

₹ in Crores

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Freight and Forwarding Charges	415.43	367.36
Power and fuel	44.75	47.71
Consumption of stores and spare parts	7.43	8.58
Repairs		
- Plant and machinery	16.79	20.18
- Building	0.33	0.37
- Others	5.30	3.44
Rent (Refer Note 44)	3.51	4.96
Advertisement and Sales Promotion Expenses	205.16	236.89
Processing Charges	53.84	46.07
Rates and Taxes	3.02	3.89
Travelling	28.18	47.49
Insurance	7.72	6.78
Directors sitting fees*	0.00	0.00

\* Refer Note 53

## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Note 39. Other expenses (contd.)

₹ in Crores

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Foreign Exchange Loss (net)	-	7.47
Commission to Non-Executive Directors	0.57	0.61
Payment to Auditors (Refer Note 39.1)	0.59	0.65
Information Technology Expenses	33.20	28.01
Professional Fees	6.57	8.40
Retainership Fees	7.16	6.30
Bad Debts	16.71	5.67
Office Upkeep	57.07	54.68
Clearing & Forwarding Expenses	51.40	50.44
Subcontractor expenses	119.01	13.38
Printing & Stationery	3.24	5.13
CSR expenditure (Refer Note 39.2)	15.61	16.79
Miscellaneous Expenses	30.58	32.80
<b>Total</b>	<b>1,133.17</b>	<b>1,024.05</b>

### Note 39.1. Payment to Auditors

₹ in Crores

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
<b>As Auditor:</b>		
Audit fees and limited review fees	0.45	0.45
Tax audit fees	0.04	0.04
<b>In other capacity:</b>		
Miscellaneous certificates and other matters	0.09	0.14
Reimbursement of expenses	0.01	0.02
<b>Total</b>	<b>0.59</b>	<b>0.65</b>



## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Note 39.2. Details of CSR expenditure

₹ in Crores

Particulars		Year ended March 31, 2021	Year ended March 31, 2020
(a) Gross amount required to be spent by the Company during the year		15.49	13.48
(b) Amount spent during the year ended March 31, 2021 #	<b>In cash</b>	<b>Yet to be paid in cash @</b>	
(i) Construction/Acquisition of an asset	-	-	-
(ii) Purposes other than (i) above	13.89	1.72	15.61
<b>Total</b>	<b>13.89</b>	<b>1.72</b>	<b>15.61</b>

₹ in Crores

Particulars		Year ended March 31, 2021	Year ended March 31, 2020
(c) Amount spent during the year ended March 31, 2020 #	<b>In cash</b>	<b>Yet to be paid in cash</b>	
(i) Construction/Acquisition of an asset	-	-	-
(ii) Purposes other than (i) above	16.79	-	16.79
<b>Total</b>	<b>16.79</b>	<b>-</b>	<b>16.79</b>

# Corporate Social Responsibility expensed ₹15.61 crores (March 31, 2020: ₹16.79 crores) includes programme run by the Company for promoting employment enhancing vocational skill programme named 'iTrain'.

@ Represents CSR activity undertaken during the year for which contractual payment was made subsequent to the year-end.

In compliance with the provisions laid under Section 135 of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014 and Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021, there was no amount unspent for the year ended March 31, 2021. Amount available for set off in succeeding financial years ₹0.12 crores (March 31, 2020: Nil).

### Note 39.3. Exceptional Items

₹ in Crores

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Impairment of investments in subsidiary	14.80	-
<b>Total</b>	<b>14.80</b>	<b>-</b>

The Company had in earlier years provided for impairment amounting to ₹56.60 crores in the carrying value of its investment in its wholly owned subsidiary, Berger Paints Cyprus Limited (BPCL) on account of losses sustained by the ultimate wholly owned subsidiary Berger Paints Overseas Limited (BPOL) due to downturn in Russian economy which were reflected in the consolidated financial position of the Company. BPOL continues to make losses and hence, the Company has made an assessment of the fair value less costs to sell of the investments in Berger Paints Overseas Limited taking into account management's best estimate of the estimated fair value less costs to sale of the carrying value of assets and liabilities of the wholly owned subsidiary. Based on the above and as matter of prudence, a further provision of ₹14.80 crores has been recognised in the current year towards impairment of such investment and has been accounted for as an exceptional item in the Statement of Profit and Loss.

### Note 40. Earnings Per Share (EPS)

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the Company by the weighted average number of equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders of the Company by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Note 40. Earnings Per Share (EPS) (contd.)

The following table reflects the income and earning per share data used in the basic and diluted EPS computations:

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Net Profit after tax for calculation of Basic and Diluted Earnings Per Share * (₹ in crores) (I)	680.78	699.05
Weighted average number of shares (II)		
- Basic	97,12,36,275	97,11,65,394
- Diluted (refer note below)	97,13,73,386	97,13,05,114
Earning per equity share (nominal value of ₹1 per share) [(I)/(II)]		
- Basic	7.01	7.20
- Diluted	7.01	7.20
* Net Profit after tax for calculation of Basic and Diluted Earnings Per Share is net off exceptional item as applicable (refer Note 39.3 for details)		
<u>Effect of dilution:</u>		
Weighted average number of equity shares in calculating Basic Earnings Per Share	97,12,36,275	97,11,65,394
Dilution - Stock options granted under Employee Stock Option Plan	1,37,111	1,39,720
Weighted average number of equity shares in calculating diluted EPS	97,13,73,386	97,13,05,114

### Note 41. Significant accounting judgements, estimates and assumptions

The preparation of the Company's Ind AS financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets and liabilities affected in future periods.

#### (i) Judgements, Estimates and Assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the Financial Statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur. In the process of applying the Company's accounting policies, management has made the following judgements, estimates and assumptions, which have the most significant effect on the amounts recognised in the Ind AS Financial Statements.

#### (ii) Defined Employer Benefit plans

The cost and the present value of the defined benefit gratuity plan and other post-employment leave encashment benefit are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in future. These include the determination of appropriate discount rate, estimating future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date. For further details refer Note 42.

#### (iii) Fair value measurement of financial instruments and guarantees

When the fair values of financial assets and financial liabilities recorded in the Balance Sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments. Refer Note 48 for further disclosures.

#### (iv) Depreciation on Property, Plant and Equipment

Property, plant and equipment represent a significant proportion of the asset base of the Company. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of

## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

its life. The useful lives and residual values of company's assets are determined by management at the time the asset is acquired and reviewed periodically, including at each financial year end. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life, such as changes in technology.

### (v) Impairment allowance on trade receivables

The Company makes loss allowances for credit impaired debts based on an assessment of the recoverability of trade and other receivables. The identification of credit impaired debts enquires use of judgments and estimates. Where the expectation is different from the original estimate, such difference will impact the carrying value of the trade and other receivables and credit impaired debts expenses in the period in which such estimate has been changed.

### (vi) Decommissioning Liability

Decommissioning Liability has been recognised for items of property plant and equipment built or installed on specified leasehold land the terms of which said leases include decommissioning of such assets on expiry of the lease prior to handing over to the lessor. The decommissioning costs as at the end of the lease period have been estimated based on current costs by the Company's own technical experts and have been escalated to the end of the leasehold period using suitable inflation factors. The said escalated cost as at the end of the lease period is now discounted to the present value of such liability by applying Company's weighted average cost of capital.

### (vii) Impairment of Investment

The carrying amount of the Company's investments are assessed at the end of each reporting period to determine whether there is any indication that an asset may be impaired. If any such indication exists, then the Company estimates the recoverable amount of the asset. The recoverable amount of the asset is computed as the higher of an asset's or cash generating unit's fair value less costs to sell and its value in use. Such value is derived using valuation techniques (i.e., the Discounted Cash Flow (DCF) model) or management's best estimate of the estimated fair value of the carrying value of assets and liabilities. The inputs to the Discounted Cash Flow models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. Key assumptions on which management has based its determination of recoverable amount includes estimated long term growth rates, weighted average cost of capital, estimated operating margins etc. Cash flow projections take into account past experience and represent management's best estimate about future developments. Details about impairment of investment recognised during the year has been further explained in Note 39.3.

### (viii) Revenue from combined contracts

The Company exercises judgement in estimating cost for recognizing revenue from combined contract with customers. Losses on onerous contracts (if any) are recognised in the financial statements.

## Note 42. Gratuity and other post-employment benefit plans

### (I) Defined benefit plans

#### (a) Gratuity (Funded)

- (i) The following table summarizes the components of net defined benefit expense towards gratuity recognised in the Statement of Profit and loss and OCI and the funded status and amounts recognised in the Balance Sheet.

₹ in Crores

	Particulars	As at March 31, 2021	As at March 31, 2020
<b>(A)</b>	<b>Changes in the present value of defined benefit obligation</b>		
	Present value of defined benefit obligation as at year beginning	46.82	37.10
	Current Service Cost	4.42	3.16
	Interest Cost	3.00	2.65
	<b>Remeasurements (gains)/losses</b>		
	-Actuarial (gains)/losses arising from changes in financial assumptions	-	6.17
	-Actuarial (gains)/losses arising from changes in demographic assumption	-	-
	-Actuarial (gains)/losses arising from changes in experience adjustments	(0.30)	1.35
	Benefits Paid	(4.13)	(3.61)
	<b>Present value of defined benefit obligation as at year end</b>	<b>49.81</b>	<b>46.82</b>

## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Note 42. Gratuity and other post-employment benefit plans (contd.)

₹ in Crores

	Particulars	As at March 31, 2021	As at March 31, 2020
<b>(B)</b>	<b>Changes in fair value of plan assets</b>		
	Fair Value of Plan Assets as at year beginning	38.17	35.67
	Interest Income	2.71	2.71
	Remeasurements (gains)/losses		
	-Return on plan assets (excluding amount included in net Interest expense)	(0.28)	(1.19)
	Employer's Contribution	8.88	4.59
	Benefits Paid	(4.13)	(3.61)
	<b>Fair Value of Plan Assets as at year end</b>	<b>45.35</b>	<b>38.17</b>

	Particulars	As at March 31, 2021	As at March 31, 2020
<b>(C)</b>	<b>Amounts Recognised in the Balance Sheet</b>		
	Present value of defined benefit obligation at the year end	49.81	46.82
	Fair Value of the Plan Assets at the year end	45.35	38.17
	<b>(Liability) Recognised in the Balance Sheet</b>	<b>(4.46)</b>	<b>(8.65)</b>

	Particulars	Year ended March 31, 2021	Year ended March 31, 2020
<b>(D)</b>	<b>Expense recognised in the Statement of Profit and Loss:</b>		
	Current service cost	4.42	3.16
	Net Interest Cost/(Income)	0.29	(0.06)
	<b>Net Cost Recognised in the Statement of Profit and Loss</b>	<b>4.71</b>	<b>3.10</b>
	<b>Expense recognised in Other Comprehensive Income:</b>		
	Remeasurements gains/(losses)	0.02	(8.71)
	<b>Net Cost Recognised in the Other Comprehensive Income</b>	<b>0.02</b>	<b>(8.71)</b>

(ii) The principal assumptions used in determining gratuity obligations for the Company's plans are shown below:

Significant Actuarial Assumptions	As at March 31, 2021	As at March 31, 2020
Discount Rate	6.70%	6.70%
Withdrawal Rate	3.00%	3.00%
Salary increase	6.00%	6.00%
Mortality Rate	Indian Assured Lives (Mortality 2006-08 modified) Ult	Indian Assured Lives (Mortality 2006-08 modified) Ult

The estimates of future salary increases considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

Assumptions regarding future mortality experience are set in accordance with the published statistics by the Actuary.

The discount rate is based on the government securities yield.

The Company assesses these assumptions with its projected long-term plans of growth and prevalent industry standards.

## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

(iii) Major category of Plan Assets of the fair value of the total plan assets are as follows:-

Particulars	As at March 31, 2021	As at March 31, 2020
Assets under scheme of insurance	100%	100%

(iv) A quantitative sensitivity analysis for significant assumptions are as shown below -

Particulars	As at March 31, 2021		As at March 31, 2020	
	Discount rate		Discount rate	
Sensitivity Level	1% increase	1% decrease	1% increase	1% decrease
Impact on defined benefit obligation (₹ crores)	(3.91)	4.52	(3.62)	4.19
Particulars	As at March 31, 2021		As at March 31, 2020	
	Future Salary increase		Future Salary increase	
Sensitivity Level	1% increase	1% decrease	1% increase	1% decrease
Impact on defined benefit obligation (₹ crores)	4.27	(3.84)	4.02	(3.56)

### Impact on defined benefit obligation

Sensitivity for significant actuarial assumptions is computed by varying one actuarial assumption used for the valuation of the defined benefit obligation by one percentage, keeping all other actuarial assumptions constant. The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the prior period.

(v) **Risk Exposure**

Since the employees gratuity fund is a defined benefit plan the liability to be provided will be subject to interest rate risk since the future valuation of benefit depends upon the yield of government bonds for matching maturities.

(vi) **Defined Benefit Liability and Employer Contributions**

Since the employees gratuity fund is a defined benefit plan maintained by Life Insurance Corporation of India the return is generated from a pool of assets invested by them and any deficit in the liability and return on plan assets is funded by the Company on a yearly basis.

(vii) The Company expects to contribute an amount to gratuity as specified in report by Fund custodian during the subsequent accounting year.

(viii) **Maturity profile of the defined benefit obligation**

Particulars	As at March 31, 2021	As at March 31, 2020
Weighted Average duration of the defined benefit obligation	10 Years	10 Years

Particulars	₹ in Crores	₹ in Crores
Within the next 12 months (next annual reporting period)	3.22	3.13
Between 2 and 5 years	13.89	18.66
Between 5 and 10 years	40.43	31.43

## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### (b) Provident Fund

Provident Fund for certain eligible employees is administered by the Company through "Berger Paints Provident Fund (Covered)" as per the provisions of the Employees' Provident Funds and Miscellaneous Provisions Act, 1952. The Rules for such a trust provide that in a provident fund set up by the employer, any shortfall in the rate of interest on member contributions as compared to the relevant rate of interest declared by the Government of India for this purpose will have to be met by the employer. Such provident fund would in effect be a defined benefit plan in accordance with the requirement of Ind AS 19 - Employee Benefits.

The Actuary has carried out actuarial valuation of interest rate guarantee obligations as at the Balance Sheet date using Projected Unit Credit Method and Deterministic Approach as outlined in the Professional Guidance Note 29 issued by the Institute of Actuaries of India. Based on such valuation, there is no future anticipated shortfall with regards to interest rate guarantee obligation of the Company as at the balance sheet date. Further during the year, the Company's contribution of ₹6.25 crores (March 31, 2020: ₹6.57 crores) to the Provident Fund Trust, has been expensed under "Contribution to Provident and Other Funds". Disclosures given hereunder are restricted to the information available as per the Actuary's report.

Particulars	As at March 31, 2021	As at March 31, 2020
Discount rate	6.70%	6.70%
Rate of return on Plan Assets	8.50%	8.50%

### (c) Other Defined Benefit Plans

The amounts for "Other Defined Benefit Plans" are below the rounding off norm adopted by the Company (refer Note 53) and hence the disclosures as required under Ind AS 19 - "Employee Benefits" have not been given.

### (II) Defined contribution plans

During the year, the Company has recognised the following amounts in the Statement of Profit and Loss for defined contribution plans:

₹ in Crores

	As at March 31, 2021	As at March 31, 2020
Provident and Family Pension Fund (applicable for eligible employees whose provident fund accounts are maintained with the Regional Provident Fund Commissioner)	2.20	2.09
Superannuation Fund	2.01	2.28

### Note 43. Employee Stock Option Plan

#### Berger Paints India Limited Employee Stock Option Plan 2016

The Berger Paints India Limited – Employee Stock Option Plan 2016 ('the Plan') was approved at the Annual General Meeting of the Company held on 3rd August, 2016. The objective of the plan is to:

- 1) Attract, retain and motivate Employees,
- 2) Create and share wealth with the Employees,
- 3) Recognise and reward employee performance with shares and
- 4) Encourage employees to align individual performance with the objective of the Company. The terms and conditions of the Plan is reproduced below:
  - a) "Vesting Date" means the date on and from which the Option vests with the Participant and thereby becomes exercisable.
  - b) "Exercise Date" means the date on which the Participant exercises his Vested Options and in case of partial Exercise shall mean each date on which the Participant exercises part of his Vested Options.
  - c) "Vesting Period" means the period during which the Vesting of the Option granted to the Participant in pursuance of the Plan takes place.



## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

- d) "Exercise Period" means a period of 3 years from the Vesting Date as defined above of the Plan within which the Vested Options can be exercised in pursuance of the Plan.
- e) The Exercise Price of an Option shall be the face value of ₹1/- per Share.
- f) Cashless exercise of the Options are not permitted under the Plan. Participants to pay full aggregate Exercise Price upon the Exercise of the Vested Options.
- g) Subject to Participant's continued employment as defined in Clause 14 of the Plan the Unvested Options shall vest with the Participant automatically in accordance with the following schedule: a) 33% of the total Options granted, rounded up to the nearest whole number, shall vest on the first anniversary of the Grant Date; b) further 33% of the total Options granted, rounded up to the nearest whole number, shall vest on the second anniversary of the Grant Date and c) balance 34% of the total Options granted, rounded up to the whole number such that the total number of Options vested shall add up to 100%, shall vest on the third anniversary of the Grant Date.
- h) The Date of grant of options : 9th November, 2016, 9th November, 2017, 9th November, 2019 and 10th February, 2021.

	Particulars	As at March 31, 2021	As at March 31, 2020
a	Number of Stock Options outstanding (ESOP Plan 2016: Grant I)	-	-
	Number of Stock Options outstanding (ESOP Plan 2016: Grant II)	-	47,968
	Number of Stock Options outstanding (ESOP Plan 2016: Grant III)	58,729*	92,138
	Number of Stock Options outstanding (ESOP Plan 2016: Grant IV)	79,028	-
		<b>137,757</b>	<b>140,106</b>
	*130 options being already vested out of total 58,729 options in force is exercisable at the end of the financial year.		
b.	Number of Options granted during the year		
	ESOP Plan 2016: Grant III	-	94,224
	ESOP Plan 2016: Grant IV	80,648	-
c.	Number of Options vested (ESOP Plan 2016: Grant I)	-	41,701
	Number of Options vested (ESOP Plan 2016: Grant II)	45,328	48,368
	Number of Options vested (ESOP Plan 2016: Grant III)	30,059	-
	Number of Options vested (ESOP Plan 2016: Grant IV)	-	-
		<b>75,387</b>	<b>90,069</b>
d.	Number of Options exercised (ESOP Plan 2016 : Grant I)	-	41,701
	Number of Options exercised (ESOP Plan 2016 : Grant II)	45,328	48,368
	Number of Options exercised (ESOP Plan 2016 : Grant III)	29,929	-
	Number of Options exercised (ESOP Plan 2016 : Grant IV)	-	-
		<b>75,257</b>	<b>90,069</b>
e.	Number of Shares arising on exercise (ESOP Plan 2016: Grant I)	-	41,701
	Number of Shares arising on exercise (ESOP Plan 2016: Grant II)	45,328	48,368
	Number of Shares arising on exercise (ESOP Plan 2016: Grant III)	29,929	-
	Number of Shares arising on exercise (ESOP Plan 2016: Grant IV)	-	-
		<b>75,257</b>	<b>90,069</b>
f.	Number of Options lapsed (ESOP Plan 2016: Grant I)	-	462
	Number of Options lapsed (ESOP Plan 2016: Grant II)	2,640	2,160
	Number of Options lapsed (ESOP Plan 2016: Grant III)	3,478	2,086
	Number of Options lapsed (ESOP Plan 2016: Grant IV)	1,620	-
		<b>7,738</b>	<b>4,708</b>

## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

	Particulars	As at March 31, 2021	As at March 31, 2020
g.	Variation of terms of Option	None during the period	None during the period
h.	Total Number of Options in force (ESOP Plan 2016: Grant I)	-	-
	Total Number of Options in force (ESOP Plan 2016: Grant II)	-	47,968
	Total Number of Options in force (ESOP Plan 2016: Grant III)	58,729*	92,138
	Total Number of Options in force (ESOP Plan 2016: Grant IV)	79,028	-
		<b>137,757</b>	<b>140,106</b>
	*130 options being already vested out of total 58,729 options in force is exercisable at the end of the financial year.		
i.	Weighted Average exercise price of the Share Options (₹)		
	Outstanding at the beginning of the year	1	1
	Granted during the year	1	1
	Forfeited during the year	-	-
	Exercised during the year	1	1
	Expired during the year	1	1
	Outstanding at the end of the year	1	1
	Exercisable at the end of the period	1	1
j.	Weighted Average share price of options exercised during the year on the date of exercise	₹1	₹1
k.	Weighted Average fair value of the Options granted during the year		
	i. ESOP Plan 2016 Grant I (Fair value as on 31.03.2019)	NA	NA
	ii. ESOP Plan 2016 Grant II (Fair value as on 31.03.2019)	NA	NA
	iii. ESOP Plan 2016 Grant III (Fair value as on 31.03.2020)	NA	491.16
	iv. ESOP Plan 2016 Grant IV (Fair value as on 31.03.2021)	757.05	NA
l.	A description of the method and significant assumptions used during the year to estimate the fair value of Options granted, including the following weighted average information:-		
	The Black Scholes Option Pricing Model for dividend paying stock has been used to compute the fair value of the Options. The significant assumptions are:		
	i. Date of grant		
	a. ESOP Plan 2016	10.02.2021	09.11.2019
	ii. Weighted average share price	₹765.00	₹497.95
	iii. Exercise Price	₹1	₹1
	iv. Risk Free Interest rate	6.18%	6.14%
	v. Expected Life:		
	a. For options vested on 09.11.2017	-	0.61 years
	b. For options vested on 09.11.2018	0.61 years	1.61 years
	c. For options vested on 09.11.2020	2.61 years	3 years from the vesting day
	d. For options yet to be vested	3 years from the vesting day	-
	vi. Expected Volatility	21.75%	21.59%

## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

	Particulars	As at March 31, 2021	As at March 31, 2020
vii.	Expected dividend yield	0.24%	0.34%
viii.	Weighted Average fair value as on grant date		
	a. ESOP Plan 2016 (Grant I) - 09.11.2016	-	₹229.10
	b. ESOP Plan 2016 (Grant II) - 09.11.2017	₹247.75	₹247.75
	c. ESOP Plan 2016: (Grant III) - 09.11.2019	₹479.59	₹479.59
	d. ESOP Plan 2016: (Grant IV) - 10.02.2021	₹755.76	-
ix.	The price of the underlying share in the market at the time of option grant:		
	a. ESOP Plan 2016 (Grant I) - 09.11.2016	-	₹234.85
	b. ESOP Plan 2016: (Grant II) - 09.11.2017	₹253.70	₹253.70
	c. ESOP Plan 2016: (Grant III) - 09.11.2019	₹485.40	₹485.40
	d. ESOP Plan 2016: (Grant IV) - 10.02.2021	₹762.15	-
x.	Time to maturity		
	a. ESOP 2016 Plan (Grant I) vested on 09.11.2017	-	0.61 years
	b. ESOP 2016 Plan (Grant II) vested on 09.11.2018	0.61 years	1.61 years
	c. ESOP 2016 Plan (Grant III) vested on 09.11.2020	2.61 years	3 years from the vesting day
	d. ESOP 2016 Plan (Grant IV) (yet to be vested)	3 years from the vesting day	-
	Expected volatility during the expected term of the ESOP is based on historical volatility of the observed market prices of the Company's publicly traded equity shares during a period equivalent to the expected term of the ESOP.		
	The fair values of our ESOP are based on the market value of our stock on the date of grant.		

m. The following table summarizes information about Share Options outstanding as at year end:			
Range of exercise prices per option (₹)	As at March 31, 2021		
	No. of options outstanding	Weighted average remaining contractual life	Weighted average exercise price (₹)
NA	-	NA	NA
NA	-	NA	NA
1	58,729	2.61 years	1
1	79,028	Yet to be vested	1

Range of exercise prices per option (₹)	As at March 31, 2020		
	No. of options outstanding	Weighted average remaining contractual life	Weighted average exercise price (₹)
NA	-	NA	NA
1	47,968	1.61 years	1
1	92,138	Yet to be vested	1
NA	-	NA	NA

## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Note 44.

#### a. Company as a lessee

The Company has lease contracts for various depots, head office and leasehold lands used in its operations. Leases of building generally have lease terms between 2 and 15 years, while leasehold lands generally have lease terms between 20 and 99 years.

The Company also has certain leases of buildings with lease terms of 12 months or less. The Company applies the 'short-term lease' recognition exemptions for these leases.

#### (i) Set out below are the carrying amounts of right-of-use assets recognised and the movements during the period:

₹ in Crores

Particulars	Buildings	Leasehold lands	Total
<b>As at April 1, 2019</b>	<b>213.34</b>	<b>33.37</b>	<b>246.71</b>
Additions	58.34	30.51	88.85
Deletions	(20.05)	-	(20.05)
Depreciation charge	(45.78)	(0.44)	(46.22)
<b>As at March 31, 2020</b>	<b>205.85</b>	<b>63.44</b>	<b>269.29</b>
Additions	74.01	12.31	86.32
Deletions	(6.92)	-	(6.92)
Depreciation charge	(47.62)	(0.80)	(48.42)
<b>As at March 31, 2021</b>	<b>225.32</b>	<b>74.95</b>	<b>300.27</b>

Title deeds of immovable properties mentioned above, are in the name of the Company except those mentioned below which were transferred to and vested in the Company pursuant to the respective Schemes of Arrangement in earlier years.

Particulars	No. of title deeds	Gross Carrying Amount (₹ in Crores)		Net Carrying Amount (₹ in Crores)		Held in the name of
		As at 31st March, 2021	As at 31st March, 2020	As at 31st March, 2021	As at 31st March, 2020	
Leasehold land at Panaji, Goa	1	0.35	0.35	0.27	0.27	Rajdoot Paints Private Limited
Leasehold land at Sikandrabad, Uttar Pradesh	1	0.27	0.27	0.14	0.14	Rajdoot Paints Private Limited
Leasehold land at Chandigarh	1	0.05	0.05	0.03	0.03	Rajdoot Paints Private Limited

#### (ii) Set out below are the carrying amounts of lease liabilities and the movements during the period:

₹ in Crores

Particulars	Year Ended March 31, 2021	Year Ended March 31, 2020
<b>At Amortised Cost</b>		
As at April 1	219.20	224.01
Additions	86.32	95.87
Accretion of interest	17.89	13.02
Deletions/termination	(8.96)	(20.05)
Payments	(73.57)	(93.65)
<b>As at March 31</b>	<b>240.88</b>	<b>219.20</b>
Non-current	182.43	178.43
Current	58.45	40.77

## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Note 44. (contd.)

The effective interest rate for lease liabilities is 10%, with maturity between 2021-2031

The following are the amounts recognised in Statement of Profit or Loss:

Particulars	₹ in Crores	
	Year Ended March 31,2021	Year Ended March 31,2020
Depreciation expense of right-of-use assets	48.42	46.22
Interest expense on lease liabilities	17.89	13.02
Gain on early termination of leases (included under Other Income)	2.04	-
Expense relating to leases of low-value assets (included under Other Expenses)	3.51	4.96
<b>Total amount recognised in the Statement of Profit and Loss</b>	<b>67.78</b>	<b>64.20</b>

The Company had total cash outflows for leases of ₹73.57 crores (March 31, 2020: ₹98.61 crores).

The Company does not face a significant liquidity risk with regards to its lease liabilities as the current assets are sufficient to meet the obligation related to the lease liabilities as and when they fall due.

Rental Expenses recorded for leases of low value assets is ₹3.51 crores ( March 31,2020: ₹4.96 crores)

The table below provides details regarding the contractual maturities of lease liabilities as on undiscounted basis:

Particulars	₹ in Crores	
	Year ended March 31, 2021	Year ended March 31, 2020
Less than one year	53.51	54.76
More than one year but less than five years	150.77	155.86
More than five years	54.29	61.56

### b. Company as Lessor

The Company has given Color Bank (tinting machines) on operating lease to its dealers. The Company enters into 3-5 years cancellable lease agreements. However the corresponding lease rentals may be receivable for a shorter period or may be waived off/refunded on achievement of certain sales targets by the concerned dealers. The minimum aggregate lease payments to be received in future is considered as ₹ Nil. Accordingly the disclosure of the minimum lease payments receivable at the Balance sheet date is not made. The amounts received from customers pending to be refunded back are recognised as liabilities and are included in "Deposits" under "Other financial liabilities" in Note 21 and Note 27. Also refer Note 4.

### Note 45. Commitment and Contingent Liabilities

#### a. Commitments

Particulars	₹ in Crores	
	Year ended March 31, 2021	Year ended March 31, 2020
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	459.29	45.49

## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Note 45. Commitment and Contingent Liabilities (contd.)

#### b. Contingent Liabilities

- (i) Claims against the Company not acknowledged as debts:

Legal claim contingency	₹ in Crores	
	Year ended March 31, 2021	Year ended March 31, 2020
Sales Tax	21.77	42.11
Excise Duty, Service Tax, Customs	18.40	18.50
Income Tax	0.71	0.71
	<b>40.88</b>	<b>61.32</b>

The Company has been advised by its lawyers that none of the claims are tenable and is therefore contesting the same and hence has not been provided for in the books. The future cash flows on account of the above cannot be determined unless the judgements/decisions are received from the ultimate judicial forums. No reimbursements is expected to arise to the Company in respect of above cases.

	Particulars	₹ in Crores	
		Year ended March 31, 2021	Year ended March 31, 2020
	<b>Guarantees excluding financial guarantees</b>		
ii.	Outstanding Bank Guarantees	124.13	95.43
	<b>Financial Guarantees</b>		
iii.	Corporate guarantees issued by the Company to certain banks for loans taken by certain subsidiaries and a joint venture. Total value of guarantee provided by the Company is ₹299.49 crores (March 31, 2020: ₹363.39 crores) and the outstanding balance of loan in the books of subsidiaries and joint venture is ₹198.82 crores (March 31, 2020: ₹268.67 crores) which has been disclosed under contingent liabilities. (Refer Note a and b below)	198.82	268.67

- a) The Company has mortgaged certain immovable properties with Standard Chartered Bank and has also created charge on certain fixed moveable assets with DBS Bank in relation to loan extended to its subsidiary, M/s Lusako Trading Limited.

- b) The loan is utilised by the said subsidiary and joint ventures for their business purposes. Also refer Notes 27 and 46.

#### iv. Others

The Company continues to provide such support as may be necessary to its subsidiaries (Berger Rock Paints Private Limited and Lusako Trading Limited) and joint venture (Berger Nippon Paint Automotive Coatings Pvt. Ltd.) to enable them to continue with their present scale of operations and meet their commitments.



## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### 46a. Related Party Transactions

#### List of Related Parties

##### I. Parent and Subsidiary Companies (Control relationships exist):

Name of related parties	Nature of relationship	Principal place of business
U K Paints (India) Private Limited *	Ultimate Holding Company	India
Berger Jenson & Nicholson (Nepal) Private Limited	Wholly Owned Subsidiary	Nepal
Beepee Coatings Private Limited	Wholly Owned Subsidiary	India
Berger Paints (Cyprus) Limited	Wholly Owned Subsidiary	Cyprus
Lusako Trading Limited	Wholly Owned Subsidiary	Cyprus
SBL Specialty Coatings Private Limited	Wholly Owned Subsidiary	India
Berger Rock Paints Private Limited	Subsidiary	India
Berger Hesse Wood Coatings Private Limited	Subsidiary	India
STP Limited (w.e.f November 6, 2019)	Subsidiary	India
Berger Paints Overseas Limited	Wholly Owned Subsidiary of Berger Paints (Cyprus) Limited	Russia
Bolix S.A.	Wholly Owned Subsidiary of Lusako Trading Limited	Poland
BUILD-TRADE BIS sp. z. o.o.	Wholly Owned Subsidiary of Bolix S.A.	Poland
Bolix UKRAINA sp. z.o.o.	Wholly Owned Subsidiary of Bolix S.A.	Ukraine
Soltherm External Insulations Limited	Wholly Owned Subsidiary of Bolix S.A.	United Kingdom
Soltherm Isolations Thermique Exterieur SAS	Wholly Owned Subsidiary of Bolix S.A.	France
Surefire Management Services Limited	Subsidiary of Bolix S.A.	United Kingdom

\* The party holds more than 10% of the equity shares in the Company. (Refer Note 19d)

The principal activities of all entities mentioned above are "Manufacturing Paints and other related product"

##### II. Other related parties with whom transactions have taken place during the year:

###### a) Key Management Personnel

Name of related parties	Nature of relationship
Mr Kuldip Singh Dhingra	Director
Mr Gurbachan Singh Dhingra	Director
Mr Kanwardip Singh Dhingra	Executive director and relative of Mr Gurbachan Singh Dhingra
Ms Rishma Kaur	Executive director and relative of Mr Kuldip Singh Dhingra
Mr Abhijit Roy	Managing Director & CEO
Mr Srijit Dasgupta	Director - Finance & Chief Financial Officer
Mr Aniruddha Sen	Senior Vice President & Company Secretary till March 31,2020
Mr Arunito Ganguly	Vice President & Company Secretary w.e.f. April 1,2020
Mr Naresh Gujral	Independent Director
Mrs Sonu Halan Bhasin	Independent Director
Mr Anoop Hoon	Independent Director
Dr Anoop Kumar Mittal	Independent Director

## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### b) Others

Name of related parties	Nature of relationship
Berger Becker Coatings Private Limited	Joint Venture of the Company
Berger Nippon Paint Automotive Coatings Private Limited	Joint Venture of the Company
Jenson & Nicholson (Asia) Limited *	Fellow Subsidiary
Berger Paints (Bangladesh) Limited	Fellow Subsidiary
Citland Commercial Credits Limited	Fellow Subsidiary
Wang Investment & Finance Private Limited	Fellow Subsidiary
Kanwar Properties Private Limited	Fellow Subsidiary
Berger Paints Provident Fund (Covered)	Post-employment benefit plan of the Company
Berger Paints Officers (Non-Management Category) Superannuation Fund	Post-employment benefit plan of the Company
Berger Paints Management Staff Superannuation Fund	Post-employment benefit plan of the Company
Berger Paints India Limited Employees Gratuity Fund	Post-employment benefit plan of the Company
BAICL Employees Superannuation Fund	Post-employment benefit plan of the Company
BAICL Employees Gratuity Fund	Post-employment benefit plan of the Company
Seaward Packaging Private Limited	Entity controlled by Key Managerial Personnel
Flex Properties Private Limited	Entity controlled by Key Managerial Personnel
Wazir Estates Private Limited	Entity controlled by Key Managerial Personnel
Kay Dee Farms Private Limited	Entity controlled by Key Managerial Personnel
Malibu Estate Private Limited	Entity controlled by Key Managerial Personnel
Bigg Investment & Finance Private Limited	Entity controlled by Key Managerial Personnel
KSD Family Trust	Mr Kuldip Singh Dhingra - Settlor Trustee
GBS Dhingra Family Trust	Mr Gurbachan Singh Dhingra - Settlor Trustee
Mrs Meeta Dhingra	Spouse of Mr Kuldip Singh Dhingra
Mrs Vinu Dhingra	Spouse of Mr Gurbachan Singh Dhingra
Mrs Jessima Kumar	Daughter of Mr Kuldip Singh Dhingra
Ms Dipti Dhingra	Daughter of Mr Kuldip Singh Dhingra
Mrs Sunaina Kohli	Daughter of Mr Gurbachan Singh Dhingra
Mrs Anshna Sawhney	Daughter of Mr Gurbachan Singh Dhingra

\* The party holds more than 10% of the equity shares in the Company. (Refer Note 19d)

## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### 46b. Disclosure in respect of Related Parties pursuant to Ind AS 24

#### A. During the year the following transactions were carried out with the related parties in the ordinary course of business:

₹ in Crores

Transaction	Related Party	Year ended March 31, 2021	Year ended March 31, 2020
Sale of Goods (includes sale of raw materials, packing materials, intermediates, traded goods and stores)	Berger Becker Coatings Private Limited	2.70	2.22
	Berger Jenson & Nicholson (Nepal) Private Limited	10.94	17.61
	Berger Nippon Paint Automotive Coatings Private Limited	13.84	24.44
	Berger Rock Paints Private Limited	3.60	6.51
	Wazir Estates Private Limited *	0.00	-
	Berger Paints (Bangladesh) Limited	0.16	0.06
	Berger Paints Overseas Limited	1.12	0.62
	U K Paints (India) Private Limited	0.28	0.26
	SBL Specialty Coatings Private Limited	3.45	2.45
	STP Limited	0.11	0.02
	Bolix S.A.	0.15	-
	Berger Hesse Wood Coatings Private Limited	0.03	0.16
	Mr Kuldeep Singh Dhingra	0.02	0.07
	Mr Gurbachan Singh Dhingra	0.01	0.01
	Mr Kanwardip Singh Dhingra	0.01	-
Royalty Income	Berger Jenson & Nicholson (Nepal) Private Limited	2.27	2.69
Consultancy Income	Berger Paints (Bangladesh) Limited	0.22	-
Software License Income	STP Limited	2.04	-
	Berger Jenson & Nicholson (Nepal) Private Limited	-	1.48
Purchase of Goods (includes purchase of raw materials, packing materials and traded goods)	U K Paints (India) Private Limited	90.17	82.16
	Berger Becker Coatings Private Limited	0.41	0.42
	SBL Specialty Coatings Private Limited *	0.00	0.28
	STP Limited	10.91	1.39
	Seaward Packaging Private Limited	66.43	51.73
	Berger Nippon Paint Automotive Coatings Private Limited	1.32	2.27
Processing Charges	U K Paints (India) Private Limited	28.25	21.31
	STP Limited	0.01	-
	Beepee Coatings Private Limited	24.72	24.20
Rent Expenses	U K Paints (India) Private Limited	1.35	1.68
	Flex Properties Private Limited	0.16	0.16
	Beepee Coatings Private Limited	0.07	0.07
	Kanwar Properties Private Limited	0.55	0.61
	Berger Nippon Paint Automotive Coatings Private Limited	0.06	0.06
	Mrs Meeta Dhingra	0.07	0.05

\* Refer Note 53

## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### 46b. Disclosure in respect of Related Parties pursuant to Ind AS 24 (contd.)

₹ in Crores

Transaction	Related Party	Year ended March 31, 2021	Year ended March 31, 2020
Rent Expenses (contd.)	Mrs Vinu Dhingra	0.07	0.05
	Mr Kuldip Singh Dhingra	0.16	0.19
	Mr Gurbachan Singh Dhingra	0.16	0.19
Sale of Machineries	Berger Rock Paints Private Limited	-	0.03
Corporate Guarantee Income	Lusako Trading Limited	1.60	1.35
Processing Income	Berger Nippon Paint Automotive Coatings Private Limited	5.14	3.82
Shared Services Income	Berger Rock Paints Private Limited	0.52	0.53
Rendering of Manpower Services	U K Paints (India) Private Limited	0.10	0.16
	STP Limited	0.05	-
	Berger Becker Coatings Private Limited	0.17	0.17
Manpower Service Expenses	U K Paints (India) Private Limited	0.14	-
Machinery Rental Income	Beepee Coatings Private Limited	0.43	0.43
Warehouse Rental Income	Berger Rock Paints Private Limited	0.45	0.37
	Berger Nippon Paint Automotive Coatings Private Limited	0.02	-
	Berger Becker Coatings Private Limited	0.01	-
	Berger Hesse Wood Coatings Private Limited	0.01	-
	STP Limited *	0.00	0.00
Contribution to Provident Fund	Berger Paints Provident Fund (Covered)	17.30	17.17
Contribution to Gratuity Fund	BAICL Employees Gratuity Fund	0.23	0.17
Contribution to Superannuation Fund	Berger Paints Officers (Non-Management Category) Superannuation Fund	0.51	0.61
	Berger Paints Management Staff Superannuation Fund	1.46	1.64
	BAICL Employees Superannuation Fund	0.05	0.06
Directors Commission & Fees	Mr Kuldip Singh Dhingra	0.15	0.20
	Mr Gurbachan Singh Dhingra	0.08	0.12
	Mr Kamal Ranjan Das	-	0.04
	Mr Naresh Gujral	0.06	0.08
	Mr Dharendra Swarup	-	0.01
	Mrs Sonu Halan Bhasin	0.06	0.09
	Mr Anoop Hoon	0.06	0.09
	Dr Anoop Kumar Mittal	0.06	-
	Mr Gopal Krishna Pillai	-	0.01
Equity Contribution	Berger Nippon Paint Automotive Coatings Private Limited	19.60	-
	Berger Paints (Cyprus) Limited	4.06	6.20
	Lusako Trading Limited	106.52	5.44
	STP Limited	-	125.20
Share Application Money Pending Allotment	Berger Paints (Cyprus) Limited	0.01	-
	Lusako Trading Limited	-	39.12

\* Refer Note 53

## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

₹ in Crores

Transaction	Related Party	Year ended March 31, 2021	Year ended March 31, 2020
Key Management Personnel Compensation	Mr Abhijit Roy	4.30	4.03
	Mr Srijit Dasgupta	1.84	1.74
	Mr Arunito Ganguly	0.46	-
	Mr Aniruddha Sen	-	1.27
	Mr Kanwardip Singh Dhingra	0.52	0.50
	Ms Rishma Kaur	0.52	0.50
Dividend Payment	U K Paints (India) Private Limited	13.50	184.89
	Jenson & Nicholson (Asia) Limited	3.32	53.45
	Others	2.81	38.52
Dividend Receipt	Berger Jenson & Nicholson (Nepal) Private Limited	-	92.69
	Berger Becker Coatings Private Limited	3.92	-
	SBL Specialty Coatings Private Limited	-	7.40
Impairment of Investment	Berger Paints (Cyprus) Limited	14.80	-

**B. Balances outstanding at the year end (including commitments):**

₹ in Crores

Outstanding	Related Party	As at March 31, 2021	As at March 31, 2020
<b>Payable</b>	U K Paints (India) Private Limited	39.10	24.31
	Beepee Coatings Private Limited	2.48	5.84
	Seaward Packaging Private Limited	24.92	14.48
	STP Limited	-	0.62
	Berger Paints Officers (Non-Management Category) Superannuation Fund	-	0.05
	Berger Paints Management Staff Superannuation Fund	-	0.14
	BAICL Employees Superannuation Fund	-	0.01
	Flex Properties Private Limited *	0.00	-
	Wazir Estates Private Limited *	0.00	0.00
	Mr Abhijit Roy	0.65	0.57
	Mr Srijit Dasgupta	0.08	0.08
	Mr Arunito Ganguly	0.01	-
	Mr Aniruddha Sen	-	0.04
	Mr Kanwardip Singh Dhingra	0.01	0.01
	Ms Rishma Kaur	0.01	0.01
	Mr Kamal Ranjan Das	-	0.03
	Mr Naresh Gujral	0.06	0.07
	Mr Anoop Hoon	0.06	0.07
	Mrs Sonu Halan Bhasin	0.06	0.07
	Dr Anoop Kumar Mittal	0.06	-
	Mrs Meeta Dhingra*	0.00	-

\* Refer Note 53

## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### B. Balances outstanding at the year end (including commitments): (contd.)

₹ in Crores

Outstanding	Related Party	As at March 31, 2021	As at March 31, 2020	
<b>Payable (contd.)</b>	Mrs Vinu Dhingra*	0.00	-	
	Mr Kuldip Singh Dhingra	0.15	0.18	
	Mr Gurbachan Singh Dhingra	0.08	0.10	
<b>Receivable</b>	Berger Becker Coatings Private Limited	0.32	1.72	
	Berger Jenson & Nicholson (Nepal) Private Limited	10.91	14.59	
	Berger Nippon Paint Automotive Coatings Private Limited	11.22	16.79	
	STP Limited	0.46	-	
	Berger Rock Paints Private Limited	5.53	4.56	
	SBL Specialty Coatings Private Limited	2.22	0.64	
	Berger Hesse Wood Coatings Private Limited	0.03	0.02	
	Berger Paints (Bangladesh) Limited	0.46	0.42	
	Bolix S.A.	0.10	-	
	Wang Investment & Finance Private Limited	0.09	-	
	Kanwar Properties Private Limited *	0.00	-	
	Berger Paints Overseas Limited	1.13	1.78	
	<b>Security Deposit Receivable</b>	U K Paints (India) Private Limited	0.22	0.22
		Kanwar Properties Private Limited	0.08	0.08
Mr Kuldip Singh Dhingra		0.01	0.01	
Mr Gurbachan Singh Dhingra		0.01	0.01	
<b>Share Application Money Pending Allotment</b>	Berger Paints (Cyprus) Limited	0.01	-	
	Lusako Trading Limited	-	39.12	
<b>Corporate Guarantee Obligation</b>	Lusako Trading Limited	0.85	0.74	
<b>Corporate Guarantee outstanding (Also Refer Note 45 for details of security given)</b>	Lusako Trading Limited	165.77	248.96	
	Berger Becker Coatings Private Limited	5.96	4.45	
	STP Limited	25.78	14.00	
	Berger Hesse Wood Coatings Private Limited	1.32	1.26	

\* Refer Note 53



## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### C. Details of remuneration to Key Managerial Personnel is given below

₹ in Crores

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
- Short-term employee benefits	6.71	7.05
- Post employment benefits	0.71	0.73
- Share based payment	0.22	0.27
	<b>7.64</b>	<b>8.05</b>

The amounts disclosed in the table are the amounts recognised as an expense during the reporting period related to key management personnel. No share options have been granted to the non-executive members of the Board of Directors under this scheme. Refer to Note 43 for further details of the scheme.

#### Notes:

Terms and conditions of transactions with related parties:

The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and interest free and settlement occurs in cash except as otherwise mentioned.

### Note 47. Segment Information

The Company is engaged in the business of manufacturing and selling of paints. Based on the nature of products, production process, regulatory environment, customers and distribution methods there are no reportable segment(s) other than "Paints". The Business Process and Risk Management Committee of the Company, approved by the Board of Directors and Audit Committee performs the function of allotment of resources and assessment of performance of the Company. Considering the level of activities performed, frequency of their meetings and level of finality of their decisions, the Company has identified that Chief Operating Decision Maker function is being performed by the Business Process and Risk Management Committee. The financial information presented to the Business Process and Risk Management Committee in the context of results and for the purposes of approving the annual operating plan is on a consolidated basis for various products of the Company. As the Company's business activity falls within a single business segment viz. 'Paints' and the sales substantially being in the domestic market, the Ind AS financial statement are reflective of the information required by Ind AS 108 "Operating Segments".

### Note 48. Fair Value Hierarchy

The table shown below analyses financial instruments carried at fair value. The different levels have been defined below:-

Level 1: Quoted Prices (unadjusted) in active markets for identical assets or liabilities

Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices)

Level 3: Inputs for the asset or liability that are not based on observable market data (unobservable inputs)

#### a) Financial assets and liabilities measured at fair value through profit or loss at March 31, 2021

₹ in Crores

Particulars	Level 1	Level 2	Level 3	Total
<b>Financial Assets</b>				
Investment in Mutual Funds	-	201.82	-	201.82
Investment in unquoted equity instruments *	-	-	0.00	0.00
<b>Financial Liabilities</b>				
Financial Guarantee Contracts	-	-	1.00	1.00

\* Refer Note 53

**NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021**
**Note 48. Fair Value Hierarchy (contd.)**
**Financial assets and liabilities measured at fair value through profit or loss at March 31, 2020**

₹ in Crores

Particulars	Level 1	Level 2	Level 3	Total
<b>Financial Assets</b>				
Investment in Mutual Funds	-	179.35	-	179.35
Investment in unquoted equity instruments *	-	-	0.00	0.00
<b>Financial Liabilities</b>				
Financial Guarantee Contracts	-	-	0.74	0.74

\* Refer Note 53

**Description of significant unobservable inputs to valuation:**

Particulars	Valuation technique	Significant unobservable techniques
Financial Guarantee Contracts -Also refer note 45 (b)(iii)	DCF Method	Interest saved approach

**(b) Financial instruments at amortized cost**

The carrying amount of financial assets and financial liabilities measured at amortised cost in the Ind AS financial statements are a reasonable approximation of their fair values since the Company does not anticipate that the carrying amounts would be significantly different from the values that would eventually be received or settled.

(c) During the year there has been no transfer from one level to another.

**Note 49. Financial risk management objectives and policies**

The Company's principal financial liabilities, other than derivatives, comprise borrowings and trade payables. The main purpose of these financial liabilities is to finance the Company's working capital requirements. The Company has various financial assets such as trade receivables, loans, investments, short-term deposits and cash and cash equivalents, which arise directly from its operations. The Company enters into derivative transactions by way of forward exchange contracts to hedge its payables.

**(i) Risk Management Framework**

The Company is exposed to market risk, credit risk and liquidity risk. The Company's Board of Directors oversees the management of these risks. The Company's Board of Directors is supported by the Business Process and Risk Management Committee (BPRMC) that advises on financial risks and the appropriate financial risk governance framework for the Company. The BPRMC provides assurance to the Company's Board of Directors that the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives. All derivative activities for risk management purposes are carried out by personnels that have the appropriate skills, experience and supervision. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken. The Board has been monitoring the risks that the Company is exposed to due to outbreak of COVID 19 closely. The Board has

## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

taken all necessary actions to mitigate the risks identified on the basis the information and situation present. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below:

### (ii) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market factors. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk, liquidity risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits, FVTOCI investments and financial derivative.

The sensitivity analyses in the following sections relate to the position as at March 31, 2021 and March 31, 2020.

The sensitivity analyses have been prepared on the basis that the amount of net debt, the ratio of fixed to floating interest rates of the debt and derivatives and the proportion of financial instruments in foreign currencies are all constant at March 31, 2021. The analyses exclude the impact of movements in market variables on the carrying values of gratuity and other post-retirement obligations.

The following assumptions have been made in calculating the sensitivity analyses:

- ▶ The sensitivity of the relevant profit or loss item is the effect of the assumed changes in respective market risks. This is based on the financial assets and financial liabilities held at March 31, 2021 and March 31, 2020.
- ▶ The sensitivity of equity is calculated as at March 31, 2021 for the effects of the assumed changes of the underlying risk.

### (iii) Interest rate risk

The Company has incurred short term debt to finance its working capital, which exposes it to interest rate risk. Borrowings issued at variable rates expose the Company to interest rate risk. Borrowing issued at fixed rates expose the Company to fair value interest rate risk. The Company's interest rate risk management policy includes achieving the lowest possible cost of debt financing, while managing volatility of interest rates, applying a prudent mix of fixed and floating debt through evaluation of various bank loans and money market instruments.

Some of the Company's borrowings are index linked, that is their cost is linked to changes in the London Inter-Bank Offer Rate (LIBOR).

Although the Company has significant variable rate interest bearing liabilities at March 31, 2021, there would not be any material impact on pretax profit and pre tax equity of the Company on account of any anticipated fluctuations in interest.

### (iv) Foreign currency risk

The Company has a policy of entering into foreign exchange forward contracts to manage risk of foreign exchange fluctuations on borrowings and payables. These contracts are not designated in hedge relationships and are measured at fair value through profit or loss. Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in exchange rates of any currency. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities by way of direct imports or financing of imports through foreign currency instruments.

The Company proactively hedged its currency exposures in case of a significant movement in exchange rates for imports and in case the hedged cost of foreign currency instrument is lower than the domestic cost of borrowing in case of short term import financing.

## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

There are no outstanding derivative contract as at March 31, 2021 and March 31, 2020.

### Foreign currency sensitivity

The following tables demonstrate the sensitivity to a reasonably possible change in USD/Euro/JPY exchange rates, with all other variables held constant. The impact on the Company's profit before tax is due to changes in the fair value of monetary assets and liabilities. The Company's exposure to foreign currency changes for all other currencies is not material.

Particulars	Currency	Change in USD/EURO rate(%)	Effect on profit before tax (₹ in Crores)	Effect on pre-tax equity (₹ in Crores)
<b>March 31, 2021</b>	USD	5%	(7.27)	(7.27)
	USD	-5%	7.27	7.27
	EURO	5%	(0.04)	(0.04)
	EURO	-5%	0.04	0.04
<b>March 31, 2020</b>	USD	5%	(4.14)	(4.14)
	USD	-5%	4.14	4.14
	EURO	5%	(0.01)	(0.01)
	EURO	-5%	0.01	0.01

### (v) Commodity price risk

The Company doesn't enter into any long term contract with its suppliers for hedging its commodity price risk.

### (vi) Equity price risk

The Company does not have any investments in listed securities or in Equity Mutual Funds and thereby is not exposed to any Equity price risk.

### (vii) Credit risk

Credit risk is the risk that counter-party will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions, and other financial instruments.

The concentration of Credit Risk is limited as the customer base is large. There is no customer representing more than 5% of the total balance of trade receivable. As a practical expedient, the Company computes credit loss allowances based on a provision matrix. The provision matrix is prepared based on historically observed default rates over expected life of trade receivable and is adjusted for forward looking estimates. Additionally, considering the COVID 19 situation, the Company has also assessed the performance and recoverability of trade receivables. The Company believes that the current value of trade receivables reflects the fair value/recoverable values.

₹ in Crores

Movement in expected credit loss allowance on trade receivable	As at March 31, 2021	As at March 31, 2020
Balance at the beginning of the year	6.85	8.57
Loss allowance/(reversal) measured at lifetime expected credit losses (net of bad debts)	10.03	(1.72)
Balance at the end of the year	16.88	6.85

### Trade receivables and contract assets if any

Customer credit risk is managed by each business unit subject to the Company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on an extensive credit rating scorecard and

## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

individual credit limits are defined in accordance with this assessment. Outstanding customer receivables are regularly monitored by BPRMC and corrective actions taken.

### Financial instruments and cash deposits

Credit risk from balances with banks and financial institutions is managed by the Company's treasury department in accordance with the Company's policy. Investments of surplus funds are made only with approved counter-parties and within credit limits assigned to each counter-party. Counter-party credit limits are reviewed by the Company's Board of Directors on an annual basis, and may be updated throughout the year subject to approval of the Company's Finance Committee. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through counter-party's potential failure to make payments.

The Company's maximum exposure to credit risk for the components of the balance sheet at March 31, 2021 and March 31, 2020 is the carrying amounts as illustrated in Note 21 and Note 27 except for financial guarantees. The Company's maximum exposure relating to financial guarantees and financial derivative instruments is noted in Note 48 and the liquidity table below.

### (viii) Liquidity risk

The Company monitors its risk of a shortage of funds using a liquidity planning tool.

The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of bank overdrafts, cash credit facilities and buyers' credit facilities. The Company assessed the concentration of risk with respect to refinancing its debt and concluded it to be low. The Company has access to a sufficient variety of sources of funding and debt.

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments.

₹ in Crores

Particulars	On demand	Less than 3 months	3 to 12 months	1 to 5 years	> 5 years	Total
<b>Year ended March 31, 2021</b>						
Financial Liabilities						
Borrowings	5.44	150.00	-	-	-	155.44
Lease liabilities	-	13.38	40.14	150.76	54.29	258.57
Other financial liabilities	6.12	63.05	28.89	53.43	-	151.49
Trade payables	4.48	1,404.74	-	-	-	1,409.22
Financial Guarantee	198.82	-	-	-	-	198.82
	<b>214.86</b>	<b>1,631.17</b>	<b>69.03</b>	<b>204.19</b>	<b>54.29</b>	<b>2,173.54</b>
<b>Year ended March 31, 2020</b>						
Financial Liabilities						
Borrowings	12.36	210.10	-	-	-	222.46
Lease liabilities	-	13.69	41.07	155.86	61.56	272.18
Other financial liabilities	6.69	75.82	42.74	25.88	-	151.13
Trade payables	2.83	1,010.09	-	-	-	1,012.92
Financial Guarantee	268.67	-	-	-	-	268.67
	<b>290.55</b>	<b>1,309.70</b>	<b>83.81</b>	<b>181.74</b>	<b>61.56</b>	<b>1,927.36</b>

For maturity profile of lease liabilities, refer Note 44.

## NOTES TO STANDALONE IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Note 50. Capital management

For the purpose of the Company's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders of the parent. The primary objective of the Company's capital management is to maximise the shareholder value.

The Company only avails short term borrowings to bridge its working capital gap and finances its capital expenditure through internal generation of funds. The Company has a generally low debt equity ratio.

₹ in Crores

Particulars	As at March 31, 2021	As at March 31, 2020
Borrowings (Note 25)	155.44	222.46
Less: cash and cash equivalents (Note 14)	(90.68)	(55.66)
<b>Net debt</b>	<b>64.76</b>	<b>166.80</b>
Total capital	3,279.61	2,625.04
<b>Capital and net debt</b>	<b>3,344.37</b>	<b>2,791.84</b>
Gearing ratio	2%	6%

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current period.

No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2021 and March 31, 2020.

### Note 51 - COVID -19 Assessment

The Company's business operations were impacted due to COVID-19 pandemic and consequent lock-downs during the months of April and May 2020. The Management has taken into account the possible impact of Covid-19 in preparation of the financial statements, including assessment of recoverability of its assets based on the internal and external information up to the date of approval of the results. The Company will continue to monitor any material changes to future economic conditions.

### Note 52- Social Security Code

The Indian Parliament has approved the Code on Social Security, 2020 ('the Code') which, *inter-alia*, deals with employee benefits during employment and post employment. The Code has been published in the Gazette of India. The effective date of the Code is yet to be notified and the rules for quantifying the financial impact are also yet to be issued. In view of this, the impact of the change, if any, will be assessed and recognised post notification of the relevant provisions.

### Note 53

All figures are in Rupees Crores, unless otherwise stated. Figures marked with (\*) are below the rounding off norm adopted by the Company.

As per our report of even date  
For **S.R. BATLIBOI & CO. LLP**  
Chartered Accountants  
Firm Registration Number 301003E/E300005  
per **Bhaswar Sarkar**  
Partner  
Membership Number : 055596  
Place: Kolkata  
Dated: May 26, 2021

For and on behalf of Board of Directors of Berger Paints India Limited

**Kuldip Singh Dhingra** – Chairman  
**Gurbachan Singh Dhingra** – Vice – Chairman  
**Abhijit Roy** – Managing Director & CEO  
**Srijit Dasgupta** – Director – Finance & CFO  
**Arunito Ganguly** – VP & Company Secretary



## FINANCIAL SUMMARY OF BERGER PAINTS INDIA LIMITED (STANDALONE) – FIVE YEARS AT A GLANCE

₹ Crores

	2020-21 #	2019-20 #	2018-19 #	2017-18 * #	2016-17 *
Gross Revenue	6,021.41	5,691.69	5,515.55	4,839.37	4,723.52
Revenue from Operations (Net of Excise Duty)	6,021.41	5,691.69	5,515.55	4,723.79	4,225.32
% Growth	5.79	3.19	16.76	11.80	9.53
Other Income	55.77	150.82	53.63	46.53	48.31
Materials Consumed	3,438.58	3,367.33	3,413.82	2,788.34	2,442.09
Employee Benefits Expense	352.71	342.52	311.67	269.84	244.51
Other Expenses	1,133.17	1,024.05	927.42	922.21	876.60
Operating Profit - EBITDA	1,152.72	1,108.61	916.27	789.93	710.43
% to Net Revenue	19.14	19.48	16.61	16.72	16.81
Depreciation/Amortization	186.12	170.52	165.45	111.92	98.00
Finance Cost	33.22	32.68	34.87	16.20	7.76
Profit Before Tax & Exceptional Item	933.38	905.42	715.95	661.81	604.67
Exceptional Items	14.80	-	(28.60)	-	58.67
Profit Before Tax	918.58	905.42	687.35	661.81	663.34
Tax Expense	237.80	206.37	251.50	229.97	219.25
Profit After Tax	680.78	699.05	435.85	431.84	444.09
Return On Net Worth ( % )	20.76	26.63	18.51	20.28	23.22
Dividend-including Tax on Dividend	29.14	424.31	210.71	204.52	116.85
Retained Earnings ##	680.78	699.05	435.85	431.84	444.09
<b>Shareholders' Funds:</b>					
Share Capital	97.13	97.12	97.11	97.10	97.10
Reserves and Surplus	3,182.48	2,527.92	2,257.68	2,032.13	1,815.67
<b>Total</b>	<b>3,279.61</b>	<b>2,625.04</b>	<b>2,354.79</b>	<b>2,129.23</b>	<b>1,912.77</b>
Deferred Tax Liability (Net)	26.38	29.14	51.43	50.88	60.09
Borrowings	155.44	222.46	215.34	143.27	119.68
Other current and non-current liabilities	1,906.65	1,466.06	1,412.71	1,345.47	994.80
<b>EQUITY AND LIABILITIES</b>	<b>5,368.08</b>	<b>4,342.70</b>	<b>4,034.27</b>	<b>3,668.85</b>	<b>3,087.34</b>
Fixed Assets	1,599.19	1,554.42	1,353.25	1,171.10	945.17
Investments	585.87	468.63	331.80	303.18	577.62
Other current and non-current assets	3,183.02	2,319.65	2,349.22	2,194.57	1,564.55
<b>ASSETS</b>	<b>5,368.08</b>	<b>4,342.70</b>	<b>4,034.27</b>	<b>3,668.85</b>	<b>3,087.34</b>
Debt - Equity Ratio	0.05 : 1	0.08 : 1	0.09 : 1	0.07 : 1	0.06 : 1
Cash Earnings Per Share (₹) *	8.92	8.95	6.19	5.60	5.58
Earnings Per Share - Basic (₹) *	7.01	7.20	4.49	4.45	4.57
Earnings Per Share - Diluted (₹) *	7.01	7.20	4.49	4.45	4.57
Book Value Per Share (₹) *	33.76	27.03	24.25	21.92	19.70
Dividend per share (₹) *	2.80	2.20	1.90	1.80	1.75
Number of employees	3814	3600	3450	3130	2993

\* Figures for these years are as per new accounting standard (Ind AS 115) and Schedule III of Companies Act, 2013. However, Revenue from Operations in periods prior to GST implementation have been adjusted suitably for Excise duty on sale of goods, to enable comparability of Revenue from Operations for these years.

# Figures for these years are as per new accounting standard (Ind AS 116) and Schedule III of Companies Act, 2013. Statement of Profit and Loss and Balance Sheet have been adjusted suitably for considering the impact of this new accounting standard. Hence the numbers are not comparable with previous years.

## Retained Earnings includes Dividend Payout.

## FORM AOC-1

[ Pursuant To First Proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014]  
**STATEMENT CONTAINING SALIENT FEATURES OF THE FINANCIAL STATEMENT OF  
SUBSIDIARIES/ASSOCIATE COMPANIES/JOINT VENTURES**

### Part "A" : Subsidiaries

Sl. No.	Name of subsidiary	Berger Jenson & Nicholson (Nepal) Private Limited	Beepac Coatings Private Limited	SBI Speciality Coatings Private Limited	Berger Paints (Cyprus) Limited	Lusako Trading Limited	Berger Paints Overseas Limited	Bolix S.A	Build Trade BIS sp. Zao	Bolix UKRAINA OOO	Soltherm External Insulations Limited	Soltherm Isolations Thermique Exterieur SAS	Berger Hesse Wood Coatings Private Limited	Berger Rock Paints Private Limited	STP Limited
1	Reporting Period	13-03-2021	31-03-2021	31-03-2021	31-12-2020	31-12-2020	31-12-2020	31-12-2020	31-12-2020	31-12-2020	31-12-2020	31-12-2020	31-03-2021	31-03-2021	31-03-2021
2	Reporting Currency	Nepalese Rs	INR	INR	USD	USD	Russian Ruble	Polish Zloty	Polish Zloty	Ukrainian Hryvnia	GBP	EUR	INR	INR	INR
3	Exchange Rate as on last date of relevant financial year in case of foreign subsidiaries	1.60	1.00	1.00	73.05	73.05	0.99	19.60	19.60	2.60	100.91	85.84	1.00	1.00	1.00
4	Share Capital	2.16	2.50	2.96	114.33	205.07	1.37	19.60	0.10	0.21	0.30	0.05	2.02	8.00	19.75
5	Reserves & surplus	154.77	12.55	50.48	(10.18)	(78.44)	(76.83)	218.70	0.01	(1.02)	(1.14)	0.56	(2.29)	(5.13)	30.60
6	Total assets	230.41	25.21	88.07	104.18	293.13	30.45	331.84	0.11	1.15	17.95	1.60	8.19	10.22	118.50
7	Total liabilities	73.48	10.16	34.63	0.03	166.50	105.90	93.54	-	1.96	18.78	0.99	8.46	7.34	67.95
8	Investments	-	-	-	-	288.78	-	1.34	-	-	-	-	-	-	-
9	Turnover	183.63	24.72	106.31	-	-	8.20	291.16	-	3.87	26.55	11.91	10.35	10.87	193.42
10	Profit before taxation	36.57	(1.27)	21.72	(2.49)	13.35	(31.29)	30.98	0.01	(0.22)	(2.10)	0.55	(0.06)	(0.73)	9.88
11	Provision for taxation	8.48	(0.29)	5.64	-	-	-	4.99	-	-	0.31	0.15	0.01	-	2.45
12	Profit after taxation	28.09	(0.98)	16.08	(2.49)	13.35	(31.29)	25.98	0.01	(0.22)	(1.79)	0.40	(0.05)	(0.73)	7.43
13	Proposed Dividend	-	-	-	-	-	-	-	-	-	-	-	-	-	-
14	% of shareholding	100%	100%	100%	100%	100%	100%	100%	100%	100%	100%	100%	51%	51%	95.53%

**Notes:** The following information shall be furnished at the end of the statement:

- Names of subsidiaries which are yet to commence operations - Not Applicable
- Names of subsidiaries which have been liquidated or sold during the year - Not Applicable

**For and on behalf of the Board of Directors of Berger Paints India Limited**

**Kuldip Singh Dhingra** – Chairman

**Gurbachan Singh Dhingra** – Vice - Chairman

**Abhijit Roy** – Managing Director & CEO

**Srijit Dasgupta** – Director - Finance & CFO

**Arunito Ganguly** – VP & Company Secretary

Place : Kolkata

Date : May 26, 2021

## Part "B": Associates and Joint Ventures

### STATEMENT PURSUANT TO SECTION 129(3) OF THE COMPANIES ACT, 2013 RELATED TO ASSOCIATE COMPANIES AND JOINT VENTURES

Sl. No.	Name of associates / Joint Ventures	₹ in Crores	
		Berger Becker Coatings Private Limited (INR)	Surefire Management Services Limited (GBP)
		<b>Joint Venture</b>	<b>Joint Venture</b>
1	Latest audited Balance Sheet Date	<b>31-March-2021</b>	<b>31-December-2020</b>
2	Shares of Associate / Joint Ventures held by the company on the year end		
	i) Number	270,850	75,000
	ii) Amount of Investment in Associates/Joint Venture	2.71	0.30
	iii) Extend of Holding %	48.98%	75.00%
3	Description of how there is significant influence	Shareholding more than 20%	Bolix is a shareholder with 2 out of 4 directors nominated by Bolix S. A.
4	Reasons why the associate/joint venture is not consolidated	BPIL does not have substantive rights	Bolix is a shareholder with 2 out of 4 directors nominated by Bolix S. A.
5	Net worth attributable to shareholding as per latest audited Balance Sheet	132.48	0.65
6	Profit/Loss for the year		
	i) Considered in consolidation	6.72	(0.12)
	ii) Not Considered in consolidation	7.00	(0.04)

**Notes:** The following information shall be furnished at the end of the statement :

- Names of associates or joint ventures which are yet to commence operations - Not Applicable
- Names of associates or joint ventures which have been liquidated or sold during the year- Not Applicable

**For and on behalf of the Board of Directors of Berger Paints India Limited**

**Kuldip Singh Dhingra** – Chairman  
**Gurbachan Singh Dhingra** – Vice - Chairman  
**Abhijit Roy** – Managing Director & CEO  
**Srijit Dasgupta** – Director - Finance & CFO  
**Arunito Ganguly** – VP & Company Secretary

Place : Kolkata

Date : May 26, 2021

## **INDEPENDENT AUDITOR'S REPORT**

**To The Members of Berger Paints India Limited**

**Report on the Audit of the Consolidated Financial Statements**

### **Opinion**

We have audited the accompanying consolidated financial statements of Berger Paints India Limited (hereinafter referred to as “the Holding Company”), its subsidiaries (the Holding Company and its subsidiaries together referred to as “the Group”) and its joint ventures comprising of the consolidated Balance Sheet as at March 31, 2021, the consolidated Statement of Profit and Loss, including Other Comprehensive Income, the consolidated Cash Flow Statement and the consolidated Statement of Changes in Equity for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as “the consolidated financial statements”).

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate financial statements and on the other financial information of the subsidiaries and joint ventures, the aforesaid consolidated financial statements give the information required by the Companies Act, 2013, as amended (“the Act”) in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group and its joint ventures as at March 31, 2021, their consolidated profit including other comprehensive income, their consolidated cash flows and the consolidated statement of changes in equity for the year ended on that date.

### **Basis for Opinion**

We conducted our audit of the consolidated financial statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the ‘Auditor’s Responsibilities for the Audit of the Consolidated Financial Statements’ section of our report. We are independent of the Group and joint ventures in accordance with the ‘Code of Ethics’ issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

### **Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the financial year ended March 31, 2021. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have determined the matters described below to be the key audit matters to be communicated in our report. We have fulfilled the responsibilities described in the Auditor’s responsibilities for the audit of the consolidated financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated financial statements. The results of audit procedures performed by us and by other auditors of components not audited by us, as reported by them in their audit reports furnished to us by the management, including those procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated financial statements.

Key audit matters	How our audit addressed the key audit matter
<b>Revenue recognition (as described in Note 3.6 and Note 32 of the consolidated Ind AS financial statements)</b>	
<p>The Group recognizes revenues when the control of goods and/or services are transferred to the customer at an amount that reflects the net consideration, which the Group expects to receive for those goods and/or services from customers in accordance with the terms of the contracts. In determining the sales price, the Group considers the effects of applicable rebates, and discounts (variable consideration).</p> <p>The terms of sales arrangements, including the timing of transfer of control, based on the terms of relevant contract and nature of discount and rebates arrangements, create complexities that require judgment in determining sales revenues.</p> <p>Considering the above factors and the risk associated with revenue recognition, we have determined the same to be a key audit matter.</p>	<p>Our audit procedures included the following:</p> <ul style="list-style-type: none"> <li>• We read and evaluated the Group’s revenue recognition policy and assessed its compliance in terms of Ind AS 115 ‘Revenue from contracts with customers’.</li> <li>• We assessed the design and tested the operating effectiveness of internal controls related to sales and applicable rebates/discounts.</li> <li>• We performed test for a sample of individual sales transaction by comparing the underlying sales invoices, sales orders and other related documents to assess that revenue is recognized on transfer of control to the customer in accordance with the terms of the contract.</li> <li>• We tested on a sample basis rebates and discount schemes as approved by the management to assess its accounting. For the samples selected, we also compared that the actual rebates and discounts recognized in respect of particular schemes do not exceed their approved amounts.</li> <li>• We tested on a sample basis, that revenue has been recognized in the proper period with reference to the supporting documents including confirmations from customers.</li> <li>• We read and assessed the relevant disclosures made in the consolidated Ind AS financial statements.</li> </ul>
<b>Assessment of Impairment of Goodwill (as described in Note 41 of the consolidated Ind AS financial statements)</b>	
<p>The Group has goodwill in consolidated Ind AS financial statements for the year ended March 31, 2021 including significant amount of goodwill recognized in one of its step-down subsidiary. These are allocated to Cash Generating Units (CGUs) and are tested annually for impairment. This testing is done by computing the value in use based on discounted cash flow method. The value in use so determined is compared with the carrying values and if there is a deficit, impairment loss is recognised.</p> <p>The inputs to the impairment testing model which have the most significant impact on the CGU’s recoverable value include:</p> <ul style="list-style-type: none"> <li>– Projected revenue growth, operating margins and operating cash-flows;</li> <li>– Stable long-term growth rates till perpetuity; and</li> <li>– Discount rates</li> </ul> <p>Considering that the impairment assessment requires consideration of above inputs that involves significant management judgement, this has been identified as a key audit matter.</p>	<p>Our audit procedures included the following:</p> <ol style="list-style-type: none"> <li>1) Evaluated the design and implementation of key internal financial controls in relation to impairment assessment and tested the operating effectiveness of such controls.</li> <li>2) In respect of the goodwill recognized in the books of the step-down subsidiary, we made enquiries on audit procedures performed by the component auditor.</li> </ol> <p>The audit procedures carried out by component auditor for the step-down subsidiary includes the following:</p> <ol style="list-style-type: none"> <li>a) Evaluated the methodology applied by the company in determining the CGUs to which goodwill is allocated.</li> <li>b) Verified the recoverable amount ascertained by the management of the company under Discounted Cash Flow method based on business projection and valuation assumptions.</li> <li>c) Discussed of potential changes in key drivers as compared to previous year/actual performance with management of the company to verify the inputs and assumptions used in the cash flow forecasts.</li> </ol> <ol style="list-style-type: none"> <li>3) In respect of the goodwill related to companies other than the above step-down subsidiary, we have performed following procedures: <ol style="list-style-type: none"> <li>a) Evaluated management’s key assumptions in respect of future sales growth rate, operating cash flows, perpetuity growth rate and discount rate used in impairment assessment.</li> <li>b) Involved specialists to assist us in the evaluation of impairment exercise carried out by the management.</li> </ol> </li> <li>4) We performed sensitivity analysis to determine the impact of changes in the key assumptions.</li> <li>5) We read and assessed the disclosures made in the consolidated Ind AS financial statements.</li> </ol>

## **Information Other than the Financial Statements and Auditor's Report Thereon**

The Holding Company's Board of Directors is responsible for the other information. The other information comprises of the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information but does not include the consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

## **Responsibilities of Management for the Consolidated Financial Statements**

The Holding Company's Board of Directors is responsible for the preparation and presentation of these consolidated financial statements in terms of the requirements of the Act that give a true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated statement of changes in equity of the Group including its joint ventures in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. The respective Board of Directors of the companies included in the Group and its joint ventures are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and its joint ventures and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

In preparing the consolidated financial statements, the respective Board of Directors of the companies included in the Group and its joint ventures are responsible for assessing the ability of the Group and its joint ventures to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Those respective Board of Directors of the companies included in the Group and its joint ventures are also responsible for overseeing the financial reporting process of the Group and its joint ventures.

## **Auditor's Responsibilities for the Audit of the Consolidated Financial Statements**

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.



As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Holding Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and its joint ventures to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and its joint ventures to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and its joint ventures of which we are the independent auditors and whose financial information we have audited, to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated financial statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements for the financial year ended March 31, 2021 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

## Other Matter

- (a) We did not audit the financial statements and other financial information, in respect of thirteen (13) subsidiaries (including six step down subsidiaries), whose financial statements include total assets of ₹1,595.19 crores as at March 31, 2021, total revenues of ₹837.05 crores and net cash inflows of ₹22.33 crores for the year ended on that date. These financial statement and other financial information have been audited by other auditors, which financial statements, other financial information and auditor's reports have been furnished to us by the management. The consolidated financial statements also include the Group's share of net profit of ₹6.61 crores for the year ended March 31, 2021, as considered in the consolidated financial statements, in respect of two (2) joint ventures, whose financial statements, other financial information have been audited by other auditors and whose reports have been furnished to us by the management. Our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and joint ventures, and our report in terms of sub-sections (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries and joint ventures, is based solely on the reports of such other auditors.

Certain of these subsidiaries and a joint venture are located outside India whose financial statements and other financial information have been prepared in accordance with accounting principles generally accepted in their respective countries and which have been audited by other auditors under generally accepted auditing standards applicable in their respective countries. The Holding Company's management has converted the financial statements of such subsidiaries and a joint venture located outside India from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India. We have audited these conversion adjustments made by the Holding Company's management. Our opinion in so far as it relates to the balances and affairs of such subsidiaries and a joint venture located outside India is based on the report of other auditors and the conversion adjustments prepared by the management of the Holding Company and audited by us.

Our opinion above on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.

## Report on Other Legal and Regulatory Requirements

As required by Section 143(3) of the Act, based on our audit and on the consideration of report of the other auditors on separate financial statements and the other financial information of subsidiaries and joint ventures, as noted in the 'other matter' paragraph we report, to the extent applicable, that:

- (a) We/the other auditors whose report we have relied upon have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements;
- (b) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidation of the financial statements have been kept so far as it appears from our examination of those books and reports of the other auditors;
- (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Consolidated Cash Flow Statement and Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the consolidated financial statements;
- (d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;

- (e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2021 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors who are appointed under Section 139 of the Act, of its subsidiary companies and joint ventures, none of the directors of the Group's companies and joint ventures, incorporated in India, is disqualified as on March 31, 2021 from being appointed as a director in terms of Section 164 (2) of the Act;
- (f) With respect to the adequacy of the internal financial controls with reference to consolidated financial statements of the Holding Company and its subsidiary companies and joint ventures, incorporated in India, and the operating effectiveness of such controls, refer to our separate Report in "Annexure 1" to this report;
- (g) In our opinion and based on the consideration of reports of other statutory auditors of the subsidiaries and joint ventures incorporated in India, the managerial remuneration for the year ended March 31, 2021 has been paid/provided by the Holding Company, its subsidiaries and joint ventures incorporated in India to their directors in accordance with the provisions of section 197 read with Schedule V to the Act;
- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the report of the other auditors on separate financial statements as also the other financial information of the subsidiaries and joint ventures, as noted in the 'Other matter' paragraph:
- i. The consolidated financial statements disclose the impact of pending litigations on its consolidated financial position of the Group, and its joint ventures in its consolidated financial statements – Refer Note 46 to the consolidated financial statements;
  - ii. The Group and its joint ventures did not have any material foreseeable losses in long-term contracts including derivative contracts during the year ended March 31, 2021;
  - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company, its subsidiaries and joint ventures, incorporated in India during the year ended March 31, 2021.

For **S.R. Batliboi & Co. LLP**

*Chartered Accountants*

**ICAI Firm Registration Number:** 301003E/E300005

**per Bhaswar Sarkar**

Partner

Membership Number: 055596

UDIN: 21055596AAAABP2644

Place of Signature: Kolkata

Date: May 26, 2021

## **ANNEXURE I TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE CONSOLIDATED FINANCIAL STATEMENTS OF BERGER PAINTS INDIA LIMITED**

### **Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

In conjunction with our audit of the consolidated financial statements of Berger Paints India Limited (hereinafter referred to as the "Holding Company") as of and for the year ended March 31, 2021, we have audited the internal financial controls with reference to consolidated financial statements of the Holding Company and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") , and joint ventures, which are companies incorporated in India, as of that date.

#### **Management's Responsibility for Internal Financial Controls**

The respective Board of Directors of the companies included in the Holding Company, its subsidiaries and joint ventures, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

#### **Auditor's Responsibility**

Our responsibility is to express an opinion on the Holding Company's internal financial controls with reference to consolidated financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, specified under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both, issued by ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to consolidated financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to consolidated financial statements and their operating effectiveness. Our audit of internal financial controls with reference to consolidated financial statements included obtaining an understanding of internal financial controls with reference to consolidated financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls with reference to consolidated financial statements.

#### **Meaning of Internal Financial Controls With Reference to these Consolidated Financial Statements**

A company's internal financial control with reference to consolidated financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to consolidated financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance

that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

#### **Inherent Limitations of Internal Financial Controls With Reference to Consolidated Financial Statements**

Because of the inherent limitations of internal financial controls with reference to consolidated financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to consolidated financial statements to future periods are subject to the risk that the internal financial controls with reference to consolidated financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

#### **Opinion**

In our opinion, the Group, its subsidiary and joint ventures, which are companies incorporated in India, have, maintained in all material respects, adequate internal financial controls with reference to consolidated financial statements and such internal financial controls with reference to consolidated financial statements were operating effectively as at March 31, 2021, based on the internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

#### **Other Matters**

Our report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls with reference to consolidated financial statements of the Holding Company, in so far as it relates to these four (4) subsidiaries and one (1) joint venture, which are companies incorporated in India, is based on the corresponding reports of the auditors of such subsidiaries and joint ventures incorporated in India.

**For S.R. Batliboi & Co. LLP**

*Chartered Accountants*

ICAI Firm Registration Number: 301003E/E300005

**per Bhaswar Sarkar**

Partner

Membership Number: 055596

UDIN: 21055596AAAABP2644

Place of Signature: Kolkata

Date: May 26, 2021

## CONSOLIDATED BALANCE SHEET AS AT MARCH 31, 2021

	Notes	₹ in Crores	
		As at March 31, 2021	As at March 31, 2020
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, plant and equipment	4(a)	1,413.61	1,320.82
Capital work-in-progress	4(c)	106.75	178.49
Goodwill	4(b)	287.63	278.96
Other Intangible assets	5	8.45	7.99
Right-of-use assets	45	334.53	307.80
Investments in joint ventures	6a	145.89	135.82
<b>Financial assets</b>			
(a) Investments *	6b	0.00	0.00
(b) Loans and deposits	7	26.76	19.19
(c) Other financial assets	8	29.13	2.35
Deferred tax assets (net)	23	3.41	5.51
Income tax assets (net)	9	30.93	33.96
Other non-current assets	10	27.63	27.67
		<b>2,414.72</b>	<b>2,318.56</b>
<b>Current assets</b>			
Inventories	11	1,616.13	1,278.46
<b>Financial assets</b>			
(a) Investments	12	209.78	179.35
(b) Trade receivables	13	1,019.72	714.11
(c) Cash and cash equivalents	14	136.22	78.92
(d) Bank balances other than (c) above	15	303.39	141.01
(e) Loans and deposits	16	12.92	9.84
(f) Other financial assets	17	14.82	8.03
Other current assets	18	193.35	176.73
		<b>3,506.33</b>	<b>2,586.45</b>
		<b>5,921.05</b>	<b>4,905.01</b>
<b>Total assets</b>			
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Equity share capital	19	97.13	97.12
Other equity	20	3,279.74	2,563.01
Equity attributable to equity holders of the parent		3,376.87	2,660.13
Non-controlling interest	20	7.06	7.11
		<b>3,383.93</b>	<b>2,667.24</b>
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
<b>Financial liabilities</b>			
(a) Borrowings	21a	169.48	243.38
(b) Lease liabilities	45	189.37	189.02
(c) Deposits	21b	58.77	30.36
Provisions	22	10.91	9.87
Deferred tax liabilities (net)	23	53.35	53.76
Other non-current liabilities	24	4.56	4.79
		<b>486.44</b>	<b>531.18</b>
<b>Current liabilities</b>			
<b>Financial liabilities</b>			
(a) Borrowings	25	214.29	292.51
(b) Lease liabilities	45	60.62	41.99
(c) Trade payables	26		
i) Total outstanding dues of micro enterprises and small enterprises		62.68	56.05
ii) Total outstanding dues of creditors other than micro enterprises and small enterprises		1,434.76	1,009.76
(d) Other financial liabilities	27	143.60	192.22
Other current liabilities	28	87.62	64.17
Provisions	29	43.28	46.35
Income tax liabilities (net)	30	3.83	3.54
		<b>2,050.68</b>	<b>1,706.59</b>
		<b>2,537.12</b>	<b>2,237.77</b>
		<b>5,921.05</b>	<b>4,905.01</b>

\* Refer Note - 55

### Summary of significant accounting policies

The accompanying notes are an integral part of the Consolidated Ind AS financial statements.

As per our report of even date

For **S.R. BATLIBOI & CO. LLP**

Chartered Accountants

Firm Registration Number 301003E/E300005

per **Bhaswar Sarkar**

Partner

Membership Number: 055596

Place: Kolkata

Dated: May 26, 2021

For and on behalf of Board of Directors of Berger Paints India Limited

**Kuldip Singh Dhingra** – Chairman

**Gurbachan Singh Dhingra** – Vice-Chairman

**Abhijit Roy** – Managing Director & CEO

**Srijit Dasgupta** – Director-Finance & CFO

**Arunito Ganguly** – VP & Company Secretary



## STATEMENT OF CONSOLIDATED PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2021

	Notes	Year Ended March 31, 2021	₹ in Crores Year Ended March 31, 2020
<b>Income</b>			
Revenue from operations	32	6,817.59	6,365.82
Other income	33	51.49	68.52
<b>Total Income</b>		<b>6,869.08</b>	<b>6,434.34</b>
<b>Expenses</b>			
Cost of materials consumed	34	3,437.58	3,227.95
Purchases of traded goods		617.63	516.66
(Increase)/decrease in inventories of finished goods, work-in-progress and traded goods	35	(186.65)	(18.80)
Employee benefits expenses	36	485.14	452.50
Finance costs	37	44.10	47.04
Depreciation and amortisation expenses	38	211.14	191.01
Other expenses	39	1,275.91	1,126.52
<b>Total Expenses</b>		<b>5,884.85</b>	<b>5,542.88</b>
<b>Profit before share of joint ventures and tax</b>		<b>984.23</b>	<b>891.46</b>
Share of profit/(loss) in joint ventures	6a	(5.61)	(8.30)
<b>Profit before tax</b>		<b>978.62</b>	<b>883.16</b>
<b>Tax Expense</b>			
Current tax		257.88	248.14
Deferred tax/(credit)	23	1.02	(21.08)
		<b>258.90</b>	<b>227.06</b>
<b>Profit for the year (I)</b>		<b>719.72</b>	<b>656.10</b>
<b>Other comprehensive income/(loss):</b>			
(i) Other comprehensive income not to be reclassified to profit or loss in subsequent periods:			
Re-measurement losses on defined benefit obligations (net)		(1.49)	(9.14)
Income tax effect thereof		0.39	2.30
Share of Other comprehensive income in Joint Venture (net of tax)		0.06	(0.10)
(ii) Other comprehensive income to be reclassified to profit or loss in subsequent periods:			
Exchange differences on translation of foreign operations		13.57	(12.06)
<b>Other comprehensive Income/(Loss) for the year (II)</b>		<b>12.53</b>	<b>(19.00)</b>
<b>Total comprehensive income for the year (I + II)</b>		<b>732.25</b>	<b>637.10</b>
<b>Profit attributable to:</b>			
– Equity holders of the parent		719.75	657.81
– Non-controlling interest		(0.03)	(1.71)
		<b>719.72</b>	<b>656.10</b>
<b>Other comprehensive income/(loss) for the year attributable to</b>			
– Equity holders of the parent		12.55	(18.96)
– Non-controlling interest		(0.02)	(0.04)
		<b>12.53</b>	<b>(19.00)</b>
<b>Total Comprehensive income/(loss) for the year attributable to</b>			
– Equity holders of the parent		732.30	638.85
– Non-controlling interest		(0.05)	(1.75)
		<b>732.25</b>	<b>637.10</b>
<b>Earnings per equity share of ₹1 each</b>			
Basic (rounded off upto two decimal places)	40	7.41	6.76
Diluted (rounded off upto two decimal places)		7.41	6.75

**Summary of significant accounting policies**

The accompanying notes are an integral part of the Consolidated Ind AS financial statements.  
As per our report of even date

For **S.R. BATLIBOI & CO. LLP**  
Chartered Accountants  
Firm Registration Number 301003E/E300005

per **Bhaswar Sarkar**

Partner  
Membership Number : 055596  
Place: Kolkata  
Dated: May 26, 2021

For and on behalf of Board of Directors of Berger Paints India Limited

**Kuldip Singh Dhingra** – Chairman  
**Gurbachan Singh Dhingra** – Vice-Chairman  
**Abhijit Roy** – Managing Director & CEO  
**Srijit Dasgupta** – Director-Finance & CFO  
**Arunito Ganguly** – VP & Company Secretary

## CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2021

### a. Equity Share Capital (Refer Note 19):

₹ in Crores

Particulars	No. of shares	Amount
Equity shares of ₹1 each issued, subscribed and fully paid		
<b>As at April 1, 2019</b>	97,11,29,711	97.11
Add: Issue of Shares on exercise of Stock Options (Note 44)	90,069	0.01
<b>As at March 31, 2020</b>	97,12,19,780	97.12
Add: Issue of Shares on exercise of Stock Options (Note 44)	75,257	0.01
<b>As at March 31, 2021</b>	<b>97,12,95,037</b>	<b>97.13</b>

### b. Other equity

For the year ended March 31, 2021

₹ in Crores

Particulars	Reserves & Surplus (refer Note 20)						Foreign Currency Translation Reserve	Foreign currency monetary item translation difference account	Equity attributable to equity holders of the parent	Non-Controlling Interest	Total Equity
	Securities Premium	Share based payment Reserve	Retained earnings	Capital Reserve	General Reserve	Capital Redemption Reserve					
<b>As at April 1, 2020</b>	116.77	2.25	2,170.05	0.19	302.87	0.04	(18.57)	(10.59)	2,563.01	7.11	2,570.12
Profit for the year	-	-	719.75	-	-	-	-	-	719.75	(0.03)	719.72
Other comprehensive income for the year (net of tax)	-	-	(1.02)	-	-	-	13.57	-	12.55	(0.02)	12.53
<b>Total Comprehensive Income for the year</b>	-	-	<b>718.73</b>	-	-	-	<b>13.57</b>	-	<b>732.30</b>	<b>(0.05)</b>	<b>732.25</b>
Share based payments (Note 44)	-	2.97	-	-	-	-	-	-	2.97	-	2.97
Exercise of share options (Note 44)	2.56	(2.56)	-	-	-	-	-	-	(0.00)	-	(0.00)
Cost of Share based payments (Note 44)	-	(0.06)	-	-	-	-	-	-	(0.06)	-	(0.06)
Transfer to housing reserves (Note 29)	-	-	(0.40)	-	-	-	-	-	(0.40)	-	(0.40)
Amount transferred to Statement of Profit and Loss	-	-	0.47	-	-	-	-	10.59	11.06	-	11.06
Dividends (Note 31)	-	-	(29.14)	-	-	-	-	-	(29.14)	-	(29.14)
<b>As at March 31, 2021</b>	<b>119.33</b>	<b>2.60</b>	<b>2,859.71</b>	<b>0.19</b>	<b>302.87</b>	<b>0.04</b>	<b>(5.00)</b>	-	<b>3,279.74</b>	<b>7.06</b>	<b>3,286.80</b>

## CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2021

### b. Other equity (Contd.)

For the year ended March 31, 2020

₹ in Crores

Particulars	Reserves & Surplus (refer note 20)						Foreign Currency Translation Reserve	Foreign currency monetary item translation difference account	Equity attributable to equity holders of the parent	Non-Controlling Interest	Total Equity
	Securities premium	Share based payment reserve	Retained earnings	Capital Reserve	General Reserve	Capital Redemption reserve					
As at April 1, 2019	114.62	2.38	1,943.85	0.19	302.87	0.04	(6.51)	(10.74)	2,346.70	3.45	2,350.15
Profit for the year	-	-	657.81	-	-	-	-	-	657.81	(1.71)	656.10
Other comprehensive income for the year (net of tax)	-	-	(6.90)	-	-	-	(12.06)	-	(18.96)	(0.04)	(19.00)
<b>Total Comprehensive Income for the year</b>	-	-	<b>650.91</b>	-	-	-	<b>(12.06)</b>	-	<b>638.85</b>	<b>(1.75)</b>	<b>637.10</b>
Acquisition of a subsidiary	-	-	-	-	-	-	-	-	-	5.41	5.41
Share based payments (Note 44)	-	2.04	-	-	-	-	-	-	2.04	-	2.04
Exercise of share options (Note 44)	2.15	(2.15)	-	-	-	-	-	-	-	-	-
Cost of Share based payments (Note 44)	-	(0.02)	-	-	-	-	-	-	(0.02)	-	(0.02)
Transfer to housing reserves (Note 29)	-	-	(0.40)	-	-	-	-	-	(0.40)	-	(0.40)
Foreign currency monetary item translation difference for the year	-	-	-	-	-	-	-	0.15	0.15	-	0.15
Dividends (Note 31)	-	-	(369.04)	-	-	-	-	-	(369.04)	-	(369.04)
Dividend distribution tax on Dividend (Note 31)	-	-	(55.27)	-	-	-	-	-	(55.27)	-	(55.27)
<b>As at March 31, 2020</b>	<b>116.77</b>	<b>2.25</b>	<b>2,170.05</b>	<b>0.19</b>	<b>302.87</b>	<b>0.04</b>	<b>(18.57)</b>	<b>(10.59)</b>	<b>2,563.01</b>	<b>7.11</b>	<b>2,570.12</b>

#### Summary of significant accounting policies

3

The accompanying notes are an integral part of the Consolidated Ind AS financial statements.  
As per our report of even date

For **S.R. BATLIBOI & CO. LLP**

Chartered Accountants

Firm Registration Number 301003E/E300005

per **Bhaswar Sarkar**

Partner

Membership Number: 055596

Place: Kolkata

Dated: May 26, 2021

For and on behalf of Board of Directors of Berger Paints India Limited

**Kuldip Singh Dhingra** – Chairman

**Gurbachan Singh Dhingra** – Vice-Chairman

**Abhijit Roy** – Managing Director & CEO

**Srijit Dasgupta** – Director-Finance & CFO

**Arunito Ganguly** – VP & Company Secretary

## CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2021

Particulars	₹ in Crores	
	2020-21	2019-20
<b>A. Cash flows from operating activities:</b>		
<b>Profit before tax</b>	<b>978.62</b>	<b>883.16</b>
Adjustments to reconcile profit before tax to net cash flows:		
Depreciation and amortisation expense	211.14	191.01
Gain on early termination of leases	(2.04)	-
(Profit)/loss on sale/discard of Property, plant and equipment and intangible assets	(0.07)	0.12
Employee stock option plan	2.90	2.19
Foreign Currency Translation	4.90	(12.21)
Unrealised foreign exchange (gain)/loss	(2.59)	3.38
Net gain on sale of mutual fund investments	(6.72)	(16.28)
Fair value gain on mutual fund investments	(3.31)	(0.83)
Share of loss in joint ventures	5.61	8.30
Finance costs	44.10	47.04
Interest income	(16.32)	(18.81)
<b>Operating profit before working capital changes</b>	<b>1,216.22</b>	<b>1,087.07</b>
Adjustments for:		
Increase in trade payables	432.68	63.49
Decrease in other financial liabilities	(8.75)	(32.74)
Increase in other liabilities	34.28	4.99
Increase/(decrease) in provisions	(5.23)	17.04
Increase in loans, deposits and other financial assets	(15.60)	(4.76)
(Increase)/decrease in other assets	37.91	(60.32)
Increase in trade receivables	(305.61)	(42.63)
Increase in inventories	(337.68)	(44.93)
<b>Cash generated from operations</b>	<b>1,048.22</b>	<b>987.21</b>
Direct taxes paid (net of refunds)	(252.46)	(262.57)
<b>Net cash flows from operating activities (A)</b>	<b>795.76</b>	<b>724.64</b>
<b>B. Cash flows from investing activities:</b>		
Purchase of Property plant and equipment and intangible assets including capital work in progress	(186.09)	(434.95)
Proceeds from sale of Property, plant and equipment and intangible assets	1.33	3.98
Investment in joint venture	(19.60)	-
Proceeds from sale of current investments	869.09	3,296.60
Dividend received from joint ventures	3.92	-
Purchase of current investments	(889.51)	(3,208.04)
Proceeds from maturity of fixed deposits with banks	1,649.54	208.35
Investment in fixed deposits with banks	(1,899.86)	(106.72)
Interest received	14.48	17.41
<b>Net cash flows used in investing activities (B)</b>	<b>(456.70)</b>	<b>(223.37)</b>
<b>C. Cash flows from financing activities:</b>		
Proceeds from issuance of equity share capital	0.01	0.01
Net movement in cash credit	(26.40)	(49.42)
Repayment of long term borrowings	(73.90)	-
Proceeds from other short term borrowings	1,456.71	3,538.43
Repayment of other short term borrowings	(1,508.52)	(3,437.05)
Payment of lease liabilities	(75.28)	(118.35)
Interest paid	(25.25)	(31.41)
Dividend paid (including net dividend distribution tax as applicable)	(29.13)	(381.63)
<b>Net cash flows used in financing activities (C)</b>	<b>(281.76)</b>	<b>(479.42)</b>
<b>Net increase in cash and cash equivalents [A+B+C]</b>	<b>57.30</b>	<b>21.85</b>
<b>Cash and cash equivalents as at the beginning of the year</b>	<b>78.92</b>	<b>57.07</b>
<b>Cash and cash equivalents as at end of the year</b>	<b>136.22</b>	<b>78.92</b>
<b>Components of cash and cash equivalents (Refer Note 14)</b>		
Balances with banks:		
- On current accounts	105.50	59.29
- Deposits with original maturity of three months or less than three months	24.38	18.72
Cheques/drafts on hand	5.59	-
Cash on hand	0.75	0.91
<b>Total cash and cash equivalents</b>	<b>136.22</b>	<b>78.92</b>

### Summary of significant accounting policies

3

The accompanying notes are an integral part of the Consolidated Ind AS financial statements.  
As per our report of even date

For **S.R. BATLIBOI & CO. LLP**  
Chartered Accountants  
Firm Registration Number 301003E/E300005

per **Bhaswar Sarkar**  
Partner

Membership Number: 055596  
Place: Kolkata  
Dated: May 26, 2021

For and on behalf of Board of Directors of Berger Paints India Limited

**Kuldip Singh Dhingra** – Chairman  
**Gurbachan Singh Dhingra** – Vice-Chairman  
**Abhijit Roy** – Managing Director & CEO  
**Srijit Dasgupta** – Director-Finance & CFO  
**Arunito Ganguly** – VP & Company Secretary

## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### 1. Corporate Information

The consolidated Ind AS financial statements comprise financial statements of Berger Paints India Limited ('BPIL' or 'the Holding Company' or 'the Company') and its subsidiaries (collectively, the Group) and includes share of profit/loss of the joint ventures for the year ended 31 March 2021. The Holding Company is a public company domiciled in India and is incorporated under the provisions of the Companies Act applicable in India. Its shares are listed on three recognised stock exchanges in India. The registered office of the Holding Company is located at Berger House, 129 Park Street, Kolkata-700 017.

The Group is principally engaged in the manufacturing and selling of paints. The Group caters primarily to domestic market. Information on the Group's structure is provided in Note 42. Information on other related party relationships of the Group is provided in Note 47.

The consolidated Ind AS financial statements were authorised for issue in accordance with a resolution of the directors on May 26, 2021.

### 2. Significant Accounting Policies

#### 2.1 Basis of preparation

The consolidated Ind AS financial statements of the Group have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III), as applicable to the consolidated financial statements.

The consolidated Ind AS financial statements have been prepared on a historical cost basis, except for certain assets and liabilities which have been measured at fair values (refer accounting policy regarding financial instruments). The consolidated Ind AS financial statements are presented in INR and all values are rounded-off to the nearest crores, except when otherwise indicated. These consolidated financial statements provide comparative information in respect of the previous period.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

#### 2.2 Basis of consolidation

The consolidated Ind AS financial statements comprise the financial statements of the Holding Company, its subsidiaries and joint ventures as at March 31, 2021. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

- Power over the investee (i.e., existing rights that give it the current ability to direct the relevant activities of the investee)
- Exposure, or rights, to variable returns from its involvement with the investee, and
- The ability to use its power over the investee to affect its returns

Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and when the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangement with the other vote holders of the investee
- Rights arising from other contractual arrangements

## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

- The Group's voting rights and potential voting rights
- The size of the group's holding of voting rights relative to the size and dispersion of the holdings of the other voting rights holders

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated Ind AS financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

Consolidated Ind AS financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the group uses accounting policies other than those adopted in the consolidated Ind AS financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that group member's financial statements in preparing the consolidated Ind AS financial statements to ensure conformity with the group's accounting policies.

### Consolidation procedure:

- (a) Combine like items of assets, liabilities, equity, income, expenses and cash flows of the Holding Company with those of its subsidiaries. For this purpose, income and expenses of the subsidiary are based on the amounts of the assets and liabilities recognised in the consolidated financial statements at the acquisition date.
- (b) Offset (eliminate) the carrying amount of the Holding Company's investment in each subsidiary and the Holding Company's portion of equity of each subsidiary. Business combinations policy explains how to account for any related goodwill.
- (c) Eliminate in full intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the Group (profits or losses resulting from intra-group transactions that are recognised in assets, such as inventory and property, plant and equipment, are eliminated in full). Intra-group losses may indicate an impairment that requires recognition in the consolidated financial statements. Ind AS 12 Income Taxes applies to temporary differences that arise from the elimination of profits and losses resulting from intra-group transactions.
- (d) The translation of the functional currencies into Indian Rupees (functional and presentation currency) of foreign subsidiaries is performed for assets and liabilities using closing exchange rates at the Balance Sheet date, for revenues, costs, and expenses using average rates prevailing during the period. The resultant exchange difference arising out of such transactions is recognised as part of Other Comprehensive Income as Foreign Currency Translation Reserve by the Holding Company until the disposal of Investment.
- (e) Joint Ventures are entities over which the Group has joint control along with third parties. Investments in Joint Ventures are accounted for using the equity method of accounting. The investment is initially recognised at cost, and the carrying amount is increased or decreased to recognise the investor's share of profit or loss of the investee after the acquisition date.
- (f) Profit or loss and each component of Other Comprehensive Income (OCI) are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.
- (g) Accounting period of the subsidiaries and joint ventures are disclosed in Note 42 of the consolidated Ind AS financial statements.



## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### 3. Summary of significant accounting policies

#### 3.1. Business combination and goodwill

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred measured at acquisition date fair value and the amount of any non-controlling interests in the acquiree. For each business combination, the Group elects whether to measure the non-controlling interests in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition-related costs are expensed as incurred.

At the acquisition date, the identifiable assets acquired, and the liabilities assumed are recognised at their acquisition date fair values. For this purpose, the liabilities assumed include contingent liabilities representing present obligation and they are measured at their acquisition fair values irrespective of the fact that outflow of resources embodying economic benefits is not probable.

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interests, and any previous interest held, over the net identifiable assets acquired and liabilities assumed. If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Group re-assesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognised at the acquisition date. If the reassessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognised in OCI and accumulated in equity as capital reserve. However, if there is no clear evidence of bargain purchase, the entity recognises the gain directly in equity as capital reserve, without routing the same through OCI.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

A cash generating unit to which goodwill has been allocated is tested for impairment annually when there is an indication that the unit may be impaired. If the recoverable amount of the cash generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit prorata based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognised in Statement of Profit and Loss. An impairment loss recognised for goodwill is not reversed in subsequent periods.

On disposal of a CGU to which goodwill is allocated, the goodwill associated with the disposed CGU is included in the carrying amount of the CGU when determining the gain or loss on disposal.

#### 3.2. Investment in joint ventures

A joint venture is a type of joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint venture. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

The considerations made in determining whether significant influence or joint control are similar to those necessary to determine control over the subsidiaries.

The Group's investments in its joint venture are accounted for using the equity method. Under the equity method, the investment in a joint venture is initially recognised at cost. The carrying amount of the investment is adjusted to recognise changes in the Group's share of net assets of the joint venture since the acquisition date. Goodwill relating to the joint venture is included in the carrying amount of the investment and is not tested for impairment individually.

## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

The Statement of Profit and Loss reflects the Group's share of the results of operations of the joint venture. Any change in OCI of those investees is presented as part of the Group's OCI. In addition, when there has been a change recognised directly in the equity of the joint venture, the Group recognises its share of any changes, when applicable, in the statement of changes in equity. Unrealised gains and losses resulting from transactions between the Group and the joint venture are eliminated to the extent of the interest in the joint venture.

If an entity's share of losses of a joint venture equals or exceeds its interest in the joint venture (which includes any long-term interest that, in substance, form part of the Group's net investment in the joint venture), the entity discontinues recognising its share of further losses. Additional losses are recognised only to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the joint venture. If the joint venture subsequently reports profits, the entity resumes recognising its share of those profits only after its share of the profits equals the share of losses not recognised.

The aggregate of the Group's share of profit or loss of a joint venture is shown on the face of the Statement of Profit and Loss.

When necessary, adjustments are made to bring the accounting policies in line with those of the Group. After application of the equity method, the Group determines whether it is necessary to recognise an impairment loss on its investment in its joint venture. At each reporting date, the Group determines whether there is objective evidence that the investment in the joint venture is impaired. If there is such evidence, the Group calculates the amount of impairment as the difference between the recoverable amount of the joint venture and its carrying value, and then recognises the loss as 'Share of profit of a joint venture' in the Statement of Profit and Loss.

### 3.3. Current and Non-Current classification

The Group presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Group classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The group has identified twelve months as its operating cycle.

## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### 3.4. Foreign Currencies

The Group's consolidated Ind AS financial statements are presented in INR, which is also the Holding Company's functional currency. For each entity the Group determines the functional currency and items included in the financial statements of each entity are measured using that functional currency. The Group uses the direct method of consolidation and on disposal of a foreign operation the gain or loss that is reclassified to profit or loss reflects the amount that arises from using this method.

The functional currency of BPIL, Beepee Coatings Private Limited, STP Limited, SBL Specialty Coatings Pvt Ltd, Berger Hesse Wood Coatings Pvt Ltd, Berger Rock Paints Private Limited, Berger Becker Coatings Private Limited (Joint Venture) and Berger Nippon Paint Automotive Coatings Private Limited (Joint Venture) is Indian Rupee. The functional currency of other subsidiaries including step down subsidiaries and step-down joint venture included within the Group are the respective local currencies.

#### Transactions and balances

Transactions in foreign currencies are initially recorded by the Group's entities at their respective functional currency spot rates at the date the transaction first qualifies for recognition. However, for practical reasons, the group uses an average rate if the average approximates the actual rate at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined. The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or Statement of Profit and Loss are also recognised in OCI or Statement of Profit and Loss, respectively).

#### Group companies

On consolidation, the assets and liabilities of foreign operations are translated into INR at the rate of exchange prevailing at the reporting date and their Statements of Profit and Loss are translated at exchange rates prevailing at the dates of the transactions. For practical reasons, the group uses an average rate to translate income and expense items, if the average rate approximates the exchange rates at the dates of the transactions. The exchange differences arising on translation for consolidation are recognised in OCI. On disposal of a foreign operation, the component of OCI relating to that particular foreign operation is recognised in Statement of Profit and Loss.

Any goodwill arising in the acquisition/ business combination of a foreign operation on or after 1 April 2016 and any fair value adjustments to the carrying amounts of assets and liabilities arising on the acquisition are treated as assets and liabilities of the foreign operation and translated at the spot rate of exchange at the reporting date.

Any goodwill or fair value adjustments arising in business combinations/ acquisitions, which occurred before the date of transition to Ind AS (1 April 2016), are treated as assets and liabilities of the entity rather than as assets and liabilities of the foreign operation. Therefore, those assets and liabilities are non-monetary items already expressed in the functional currency of the Holding Company and no further translation differences occur.

Gain or loss on a subsequent disposal of any foreign operation excludes translation differences that arose before the date of transition but includes only translation differences arising after the transition date.

## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### 3.5. Fair Value Measurement

The Group measures financial instruments, such as, derivatives at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Group.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the consolidated Ind AS financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the consolidated Ind AS financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Group has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

### 3.6. Revenue from contracts with customers

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services. The Group has generally concluded that it is the principal in its revenue arrangements because it typically controls the goods or services before transferring them to the customer.

#### **Sale of Goods**

Revenue from sale of goods is recognised on transfer of control in the goods to customers at a point of time by performance of obligation towards delivery or as per customers' instruction. The normal credit term is 30 to 90 days upon delivery.

## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

The revenue is based on the consideration defined in the contract with a customer, including variable consideration, such as discounts, volume rebates, rights to return or other contractual reductions. As the period between the date on which the Group transfers the promised goods to the customer and the date on which the customer pays for these goods is generally one year or less, no financing components are considered. The Group considers whether there are other promises in the contract that are separate performance obligations to which a portion of the transaction price needs to be allocated.

The Group provides volume rebates to certain customers once the quantity of products purchased by the customers during the period exceeds a threshold specified in the contract. Generally, rebates are offset against the amounts payable by the customer. To estimate the variable consideration for the expected future rebates, the Group applies the expected value method.

Certain contracts provide a customer with a right to return the goods within a specified period. The Group uses the expected value method to estimate the goods that will not be returned because this method best predicts the amount of variable consideration to which the Group will be entitled. The requirements in Ind AS on constraining estimates of variable consideration to are also applied in order to determine the amount of variable consideration that can be included in the transaction price.

### **Sale of Combined Output**

The Holding Company provides service related to painting that is bundled together with the sale of goods to a customer. Contracts for bundled sales of paint and services related to painting are comprised of a single performance obligations because the paint and the painting service are not distinct within the context of contract. Revenue from services is recognised over time by measuring progress towards satisfaction of performance obligation for the services rendered. The Holding Company uses output method for measurement of revenue from painting and related services as it is based on milestone reached.

Revenue from contracts with customers for combined output comprising of goods and services for which consideration receivable by the Group is determined on the basis of surface area painted is recognised at a point of time when such combined output is delivered to customers' satisfaction as per agreed milestones and customers acknowledge their obligation to pay for such output in accordance with terms and condition of underlying contracts. Obligations under each milestone are performed over short durations of not more than a month.

### **Trade receivables**

A receivable represents the Group's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Refer to accounting policies of financial assets in section "Financial instruments – initial recognition and subsequent measurement".

### **3.7. Government Grants**

Government grants and subsidies are recognised where there is reasonable assurance that the grant will be received and all attached conditions will be complied with.

When the grant or subsidy relates to revenue and is not relatable to the corresponding costs, it is recognised as income on a systematic basis in the Statement of Profit and Loss, under Other Operating Revenue. Over the periods necessary to match them with the related costs, which they are intended to compensate. When the grant or subsidy relates to an asset, it is deducted from the carrying amount of the asset. The grant is recognised in the Statement of Profit and Loss over the useful life of the depreciable asset by way of a reduced depreciation charge.

When the Group receives grants of non-monetary assets, the asset and the grant are recorded at fair value amounts and released to Statement of Profit and Loss over the expected useful life in a pattern of consumption of the benefit of the underlying asset

## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

i.e., by equal annual instalments. When loans or similar assistance are provided by governments or related institutions, with an interest rate below the current applicable market rate, the effect of this favourable interest is regarded as a government grant. The loan or assistance is initially recognised and measured at fair value and the government grant is measured as the difference between the initial carrying value of the loan and the proceeds received. The loan is subsequently measured as per the accounting policy applicable to financial liabilities.

### 3.8. Taxes

#### Current Income Tax

Current income-tax assets and liabilities are measured at the amount expected to be recovered or paid to the taxation authorities in accordance with the Income-tax Act, 1961 enacted in India and tax laws prevailing in the respective tax jurisdictions where the Group operates. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

#### Deferred Tax

Deferred tax is provided using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated Ind AS financial statements at the reporting date. Deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss).

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax is recognised in Statement of Profit and Loss, except to the extent that it relates to items recognised in Other Comprehensive Income (OCI) or directly in equity. In this case, the tax is also recognised in OCI or directly in equity, respectively.

In the situations where the Group is entitled to a tax holiday under the Income-tax Act, 1961 enacted in India or tax laws prevailing in the respective tax jurisdictions where it operates, no deferred tax (asset or liability) is recognised in respect of



## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

temporary differences which reverse during the tax holiday period, to the extent the Group's gross total income is subject to the deduction during the tax holiday period. Deferred tax in respect of temporary differences which reverse after the tax holiday period is recognised in the year in which the temporary differences originate. However, the Group restricts recognition of deferred tax assets to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax assets can be realized. For recognition of deferred taxes, the temporary differences which originate first are considered to reverse first.

### Goods and Service Tax paid on acquisition of assets or on incurring expenses

Expenses and assets are recognised net of the amount of Goods and Service tax paid, except:

- When the tax incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case, the tax paid is recognised as part of the cost of acquisition of the asset or as part of the expense item, as applicable
- When receivables and payables are stated with the amount of tax included

The net amount of tax recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the balance sheet.

### 3.9. Property, Plant and Equipment

Property, plant and equipment and Capital work in progress are carried at cost of acquisition, on current cost basis less accumulated depreciation and accumulated impairment, if any. Cost comprises purchase price and directly attributable cost of bringing the asset to its working condition for the intended use. Any trade discounts and rebates are deducted in arriving at the purchase price. Such cost includes the cost of replacing part of the plant and equipment and borrowing costs for long-term construction projects if the recognition criteria are met. Machinery spares which can be used only in connection with an item of property, plant and equipment and whose use is expected to be irregular are capitalised and depreciated over the useful life of the principal item of the relevant assets. When significant parts of plant and equipment are required to be replaced at intervals, the Group depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in Statement of Profit and Loss as incurred. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met. Refer to note 41 regarding significant accounting judgements, estimates and assumptions and provisions for further information about the recorded decommissioning provision.

Depreciation is provided on straight line method over the useful lives of property, plant and equipment as estimated by management. Pursuant to Notification of Schedule II of the Companies Act, 2013 depreciation is provided prorata basis on straight line method at the rates determined based on estimated useful lives of property, plant and equipment where applicable, prescribed under Schedule II to the Companies Act 2013 with the exception of the following items for which useful lives as estimated by management based on technical evaluation are different from those specified in aforesaid Schedule II.

- Plant and Machinery: 3 years to 21.05 years
- Motor Vehicles: 6.67 years
- Tinting Machines: Based on useful lives of 60 months
- No depreciation is provided on freehold land

## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the Statement of Profit and Loss when the asset is derecognised.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

### 3.9.1 Capital work in progress

Cost of assets not ready for intended use, as the balance sheet date, is shown as capital work in progress.

Capital work in progress is stated at cost, net of accumulated impairment loss, if any.

### 3.10. Intangible Assets

Intangible Assets are recognised only when future economic benefits arising out of the assets flow to the enterprise and are amortised over their useful life ranging from 3 to 5 years. Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses, if any. Internally generated intangibles, excluding capitalised development costs, are not capitalised and the related expenditure is reflected in Statement of Profit and Loss in the period in which the expenditure is incurred.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is derecognised.

### 3.11. Research and Development

Research is original and planned investigation undertaken with the prospect of gaining new scientific or technical knowledge and understanding. Expenditure incurred on research of an internal project is recognised as an expense in Statement of Profit and Loss, when it is incurred.

Development is the application of research findings or other knowledge to a plan or design for the production of new or substantially improved materials, devices, products, processes, systems or services before the start of commercial production or use. An intangible asset arising from development is recognised if, and only if, the following criteria are met:

- (a) it is technically feasible to complete the intangible asset so that it will be available for use or sale.
- (b) the Group intends to complete the intangible asset and use or sell it.
- (c) the Group has ability to use or sell the intangible asset.
- (d) the Group can demonstrate how the intangible asset will generate probable future economic benefits.
- (e) the Group has adequate technical, financial and other resources to complete the development and to use or sell the intangible asset.
- (f) the Group has ability to measure reliably the expenditure attributable to the intangible asset during its development.

## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

Following initial recognition of the development expenditure as an asset, the asset is carried at cost less any accumulated amortisation and accumulated impairment losses. Amortisation of the asset begins when development is complete and the asset is available for use. It is amortised over the period of expected future benefit. Amortisation expense is recognised in the Statement of Profit and Loss unless such expenditure forms part of carrying value of another asset.

During the period of development, the asset is tested for impairment annually.

### 3.12. Borrowing Costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. Borrowing Costs include interest, amortisation of ancillary costs incurred and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the borrowing costs. Discount on Commercial Papers is amortised over the tenor of the underlying instrument. Borrowing Costs, allocated to and utilised for qualifying assets, pertaining to the period from commencement of activities relating to construction / development of the qualifying asset upto the date the asset is ready for its intended use is added to the cost of the assets. Capitalisation of Borrowing Costs is suspended and charged to the Statement of Profit and Loss during extended periods when active development activity on the qualifying assets is interrupted. All other borrowing costs are expensed in the period they occur.

### 3.13. Leases

Ind AS 116, Leases, replaces the existing standard on accounting for leases, Ind AS 17, with effect from April 01, 2019.

The Group has elected to apply the full retrospective approach on transition, and accordingly the comparative numbers for all years presented in accordance with the requirements of Ind AS 8 – Accounting Policies, Changes in Accounting Estimates and Errors have been restated. Refer Note 3.25 for details.

The Group assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

#### As a lessee

The Group applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Group recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

#### **i) Right-of-use assets**

The Group recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the present value of lease payments to be made over the lease term, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:

- Buildings 2 years to 15 years
- Leasehold Land 20 years to 99 years

## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

If ownership of the leased asset transfers to the group at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

The right-of-use assets are also subject to impairment. Refer to the accounting policies in section 3.15 Impairment of non-financial assets.

### ii) Lease Liabilities

At the commencement date of the lease, the Group recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the group and payments of penalties for terminating the lease, if the lease term reflects the group exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Group uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments. (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

The Group's lease liabilities are included in Note 45.

### iii) Short-term leases and leases of low-value assets

The Group applies the short-term lease recognition exemption to its short-term leases of properties taken on rent (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to properties that are of low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

### As a lessor

Leases in which the Group does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases. Rental income from operating lease is recognised on a straight-line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

## 3.14. Inventories

Raw materials, stores and spares and packing materials are valued at lower of cost and estimated net realisable value. Cost is determined on weighted average basis. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost.

Finished goods and Work-in-process are stated at the lower of cost and estimated net realisable value. Cost of inventories constitutes direct materials and labour and a proportion of manufacturing overheads based on normal operating capacity.

## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

Traded goods are valued at lower of cost and net realizable value. Cost includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on a weighted average basis.

Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

Provision is recognised for damaged, defective or obsolete stocks where necessary. Cost of all inventories is determined using weighted average method of valuation.

### 3.15. Impairment of non-financial assets

The Group assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) net selling price and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining net selling price, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased. If such indication exists, the Group estimates the asset's or CGU's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of profit and loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase.

Intangible assets with indefinite useful lives are tested for impairment annually at the CGU level, as appropriate, and when circumstances indicate that the carrying value may be impaired.

### 3.16. Provisions and Contingencies

A provision is recognised when the Group has a present obligation (legal or constructive) as a result of past event; it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. The expense relating to a provision is presented in the Statement of Profit and Loss.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

The Group records a provision for decommissioning costs for its certain manufacturing facilities. Decommissioning costs are provided at the present value of expected costs to settle the obligation using estimated cash flows and are recognised as part

## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

of the cost of the particular asset. The cash flows are discounted at a current pre-tax rate that reflects the risks specific to the decommissioning liability. The unwinding of the discount is expensed as incurred and recognised in the Statement of Profit and Loss as a finance cost. The estimated future costs of decommissioning are reviewed annually and adjusted as appropriate. Changes in the estimated future costs or in the discount rate applied are added to or deducted from the cost of the asset.

If the Group has a contract that is onerous, the present obligation under the contract is recognised and measured as a provision. However, before a separate provision for an onerous contract is established, the Group recognises any impairment loss that has occurred on assets dedicated to that contract.

An onerous contract is a contract under which the unavoidable costs (i.e., the costs that the Group cannot avoid because it has the contract) of meeting the obligations under the contract exceed the economic benefits expected to be received under it. The unavoidable costs under a contract reflect the least net cost of exiting from the contract, which is the lower of the cost of fulfilling it and any compensation or penalties arising from failure to fulfil it.

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Group or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. The Group does not recognise a contingent liability but discloses its existence in the consolidated Ind AS financial statements.

### 3.17. Employee Benefits

#### I. Defined Contribution Plan

##### a. Superannuation

Contribution made to Superannuation Fund for certain employees of the Holding Company are recognised in the Statement of Profit and Loss as and when services are rendered by employees. The Holding Company has no liability for future Superannuation Fund benefits other than its contribution.

##### b. Provident Fund

Contributions in respect of Employees of Holding Company who are not covered by Holding Company's Employees Provident Fund Trust and in respect of other employees of the Group are made to the Fund administered by the Regional Provident Fund Commissioner as per the provisions of Employees' Provident Fund and Miscellaneous Provisions Act, 1952 and are charged to Statement of Profit and Loss as and when services are rendered by employees. The Group has no obligation other than the contribution payable to the Regional Provident fund.

#### II. Defined Benefit Plan

##### a. Gratuity

Every employee who has completed five years or more of service is entitled to Gratuity as per the provisions of The Payment of Gratuity Act, 1972. Retirement Gratuity for employees of the Holding Company, is funded through a scheme of Life Insurance Corporation of India. The costs of providing benefits under this plan are determined on the basis of actuarial valuation using the projected unit credit method at each year-end. Actuarial gains/losses are immediately recognised in retained earnings through Other Comprehensive Income in the period in which they occur. Re-measurements are not re-classified to Statement of Profit and Loss in subsequent periods. The excess/shortfall in the fair value of the plan assets over the present value of the obligation calculated as per actuarial



## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

methods as at balance sheet dates is recognised as a gain / loss in the Statement of Profit and Loss. Any asset arising out of this calculation is limited to the past service cost plus the present value of available refunds and reduction in future contributions.

### b. Provident Fund

In respect of the employees covered by the Holding Company's Employee Provident Fund Trust in Point I b above, contributions to the Holding Company's Employees Provident Fund Trust (administered by the Holding Company as per the provisions of Employees' Provident Fund and Misc. Provisions Act, 1952) are made in accordance with the fund rules. The interest rate payable to the beneficiaries every year is being notified by the Government.

In the case of contribution to the Trust, the Holding Company has an obligation to make good the shortfall, if any, between the return from the investments of the Trust and the notified interest rate and recognises such obligation, if any, determined based on an actuarial valuation as at the balance sheet date, as an expense.

### III. Long Term Compensated Absences

The Group treats accumulated leave to the extent such leave are carried forward as long-term employee benefit for measurement purposes. Such long-term compensated absences are provided for based on the actuarial valuation using the projected unit credit method at the year-end. Actuarial gains/losses are immediately taken to the Statement of Profit and Loss and are not deferred. The Group presents the leave as a current liability in the balance sheet, to the extent it does not have an unconditional right to defer its settlement for 12 months after the reporting date. Where Group has the unconditional legal and contractual right to defer the settlement for a period beyond 12 months, the same is presented as non-current liability.

### 3.18. Employees Stock Option

Stock options are granted to the employees under the stock option scheme. The cost of stock options granted to the employees (equity-settled awards) of the Holding Company is the difference between fair value of equity instruments granted and the price at which options may be exercised by concerned employees. For each stock option, the measurement of fair value is performed on the grant date. The grant date is the date on which the Holding Company and the employees agree to the stock option scheme. The fair value so determined is revised only if the stock option scheme is modified in a manner that is beneficial to the employees.

Aforesaid cost of stock options is recognised, together with a corresponding increase in Employee Stock Options outstanding account in equity, over the period in which the performance and/or service conditions are fulfilled in employee benefits expense. The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Holding Company's best estimate of the number of equity instruments that will ultimately vest. The Statement of Profit and Loss expense or credit for a period represents the movement in cumulative expense recognised as at the beginning and end of that period and is recognised in employee benefits expense.

The dilutive effect of outstanding options is reflected as additional share dilution in the computation of diluted earnings per share.

If the options vests in instalments (i.e., the options vest prorata over the service period), then each instalment is treated as a separate share option grant because each instalment has a different vesting period.

## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### 3.19. Cash and Cash Equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

### 3.20. Forward Currency Contracts

The Group uses forward currency contracts to hedge its foreign currency risks. Such forward currency contracts are initially measured at fair value on the date on which a forward currency contract is entered into and are subsequently re-measured at fair value. Forward currency contracts are carried as financial assets when the fair value is positive and as financial liabilities when the fair value is negative. Changes in the fair value of forward contracts are recognised in the Statement of Profit and Loss as they arise.

### 3.21. Earnings Per Share

Basic Earnings Per Share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares that have changed the number of equity shares outstanding, without a corresponding change in resources.

### 3.22. Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

#### A. Financial assets

##### i. Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

##### ii. Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in two categories:

- Debt instruments at amortised cost
- Equity instruments measured at Fair Value Through Other Comprehensive Income (FVTOCI)

#### **Debt instruments at amortised cost other than derivative contracts**

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

- The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in Other Income in the Statement of Profit and Loss. The losses arising from impairment are recognised in the Statement of Profit and Loss. This category generally applies to trade and other receivables.

### Equity investments

All equity investments in scope of Ind AS 109 are measured at fair value other than equity investments measured at deemed cost on first time adoption of Ind AS. Equity instruments which are held for trading are classified as at FVTPL. For all other equity instruments, the Group decides to classify the same either as at FVTOCI or FVTPL. The Group makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Group decides to classify an equity instrument at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognised in the OCI. There is no recycling of the amounts from OCI to Statement of Profit and Loss, even on sale of investment. However, the Group may transfer the cumulative gain or loss within equity.

Equity instruments included within the FVTPL category are measured at fair value with all changes recognised in the Statement of Profit and Loss.

### iii. De-recognition

A financial asset (or, where applicable, a part of a financial asset or part of a Group of similar financial assets) is primarily derecognised when:

- The rights to receive cash flows from the asset have expired, or
- The Group has transferred substantially all the risks and rewards of the asset

### iv. Impairment of financial assets

In accordance with Ind AS 109, the Group applies Expected Credit Loss (ECL) model for measurement and recognition of impairment loss on the following financial assets and credit risk exposure:

- Financial assets that are debt instruments, and are measured at Amortised Cost: e.g., loans, debt securities, deposits, trade receivables and bank balance

The Group follows 'simplified approach' for recognition of impairment loss allowance on Trade Receivables.

The application of simplified approach does not require the Group to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. ECL is the difference between all contractual cash flows that are due to the Group in accordance with the contract and all the cash flows that the entity expects to receive, discounted at the original

**NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021**

EIR. When estimating the cash flows, an entity is required to consider:

- All contractual terms of the financial instrument (including prepayment, extension, call and similar options) over the expected life of the financial instrument. However, in rare cases when the expected life of the financial instrument cannot be estimated reliably, then the entity is required to use the remaining contractual term of the financial instrument

- Cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms

As a practical expedient, the Group uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

ECL impairment loss allowance (or reversal) recognised during the period is recognised as income/expense in the Statement of Profit and Loss (SPL). This amount is reflected under the head 'other expenses' in the SPL. The balance sheet presentation for various financial instruments is described below:

- Financial assets measured at amortised cost ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Group does not reduce impairment allowance from the gross carrying amount.

For assessing increase in credit risk and impairment loss, the Group combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis.

**B. Financial liabilities****i. Initial recognition and measurement**

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowing or payables, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Group's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts and financial guarantee contracts.

**ii. Subsequent measurement**

The measurement of financial liabilities depends on their classification, as described below:

**Financial liabilities at fair value through profit or loss**

Financial liabilities at fair value through profit or loss include derivatives, financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Group that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

Gains or losses on liabilities held for trading are recognised in the Statement of Profit and Loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated as such at the initial date of recognition, and only if the criteria in Ind AS 109 are satisfied. For liabilities designated as FVTPL, fair value gains/ losses attributable to changes in own credit risks are recognised in OCI. These gains/ loss are not subsequently transferred to SPL. However, the Group may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the Statement of Profit and Loss.

### **Loans and borrowings**

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in Statement of Profit and Loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

### **Financial guarantee contracts**

Financial guarantee contracts issued by the Group are those contracts that require a payment to be made to reimburse the lender for a loss it incurs because the specified borrower fails to make a payment when due in accordance with the terms of a loan agreement. Financial guarantee contracts are recognised initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognised less cumulative amortisation.

### **De-recognition**

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the de-recognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the Statement of Profit and Loss.

### **Offsetting of financial instruments**

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

### **3.23. Cash dividend to equity holders of the Holding Company**

The Holding Company recognises a liability to make cash distributions to equity holders of the Holding Company when the distribution is authorised and the distribution is no longer at the discretion of the Holding Company. As per the corporate laws in India, a distribution is authorised when it is approved by the shareholders. A corresponding amount is recognised directly in equity.

## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### 3.24. Operating Segments

The Business Process and Risk Management Committee of the Holding Company, approved by the Board of Directors and Audit Committee performs the function of allotment of resources and assessment of performance of the Group. Considering the level of activities performed, frequency of their meetings and level of finality of their decisions, the Holding Company has identified that Chief Operating Decision Maker function is being performed by the Business process and Risk Management Committee. The financial information presented to the Business process and Risk Management Committee in the context of results and for the purposes of approving the annual operating plan is on a consolidated basis for various products of the Group. As the Group's business activity falls within a single business segment viz. 'Paints' and the sales substantially being in the domestic market, the consolidated Ind AS financial statement are reflective of the information required by Ind AS 108 "Operating Segments".

### 3.25. New and amended standards

#### (i) Amendments to Ind AS 1 and Ind AS 8: Definition of Material

The amendments provide a new definition of material that states, "information is material if omitting, misstating or obscuring it could reasonably be expected to influence decisions that the primary users of general purpose financial statements make on the basis of those financial statements, which provide financial information about a specific reporting entity." These amendments are applicable prospectively for annual periods beginning on or after the 1 April 2020. The amendments clarify that materiality will depend on the nature or magnitude of information, either individually or in combination with other information, in the context of the financial statements. A misstatement of information is material if it could reasonably be expected to influence decisions made by the primary users. These amendments had no impact on the consolidated financial statements of, nor is there expected to be any future impact to the Group.

#### (ii) Amendments to Ind AS 116: Covid-19-Related Rent Concessions.

The amendments provide relief to lessees from applying Ind AS 116 guidance on lease modification accounting for rent concessions arising as a direct consequence of the Covid-19 pandemic. As a practical expedient, a lessee may elect not to assess whether a Covid-19 related rent concession from a lessor is a lease modification. A lessee that makes this election accounts for any change in lease payments resulting from the Covid-19 related rent concession the same way it would account for the change under Ind AS 116, if the change were not a lease modification. The impact of the same is immaterial.

### 3.26. Standards notified but not yet effective

There are no new standards that are notified, but not yet effective, upto the date of issuance of the Group's financial statements.



## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Note 4(a). Property, plant and equipment

₹ in Crores

Particulars	Freehold Land	Freehold Building #	Plant and Equipment ##	Furniture and Fixtures	Computer ##	Office Equipment	Vehicles	Total
<b>Gross block at cost</b>								
<b>As at April 1, 2019</b>	16.05	432.52	834.61	39.97	49.30	14.72	23.63	1,410.80
Additions	79.22	153.33	178.09	5.09	6.47	5.01	6.21	433.42
Disposals	-	(1.16)	(4.53)	(0.93)	(0.18)	(0.60)	(3.47)	(10.87)
Translation Difference	0.04	2.76	3.32	0.20	-	-	0.28	6.60
<b>As at March 31, 2020</b>	<b>95.31</b>	<b>587.45</b>	<b>1,011.49</b>	<b>44.33</b>	<b>55.59</b>	<b>19.13</b>	<b>26.65</b>	<b>1,839.95</b>
Additions	-	36.81	194.88	3.80	2.86	4.39	5.02	247.76
Disposals	-	-	(5.52)	(1.27)	(0.21)	(0.27)	(5.06)	(12.33)
Translation Difference	0.11	1.66	3.90	0.48	-	-	0.66	6.81
<b>As at March 31, 2021</b>	<b>95.42</b>	<b>625.92</b>	<b>1,204.75</b>	<b>47.34</b>	<b>58.24</b>	<b>23.25</b>	<b>27.27</b>	<b>2,082.19</b>
<b>Accumulated Depreciation</b>								
<b>As at April 1, 2019</b>	-	59.28	262.11	15.95	24.11	7.04	5.24	373.73
Charge for the year	-	18.91	96.92	5.54	9.78	2.72	5.65	139.52
Disposals	-	(0.08)	(2.52)	(0.76)	(0.13)	(0.60)	(2.65)	(6.74)
Translation Difference	-	2.32	8.39	0.36	0.45	0.52	0.58	12.62
<b>As at March 31, 2020</b>	<b>-</b>	<b>80.43</b>	<b>364.90</b>	<b>21.09</b>	<b>34.21</b>	<b>9.68</b>	<b>8.82</b>	<b>519.13</b>
Charge for the year	-	23.45	109.32	5.29	8.76	2.76	5.71	155.29
Disposals	-	-	(5.42)	(1.05)	(0.17)	(0.11)	(4.16)	(10.91)
Translation Difference	-	3.20	0.98	0.45	-	-	0.44	5.07
<b>As at March 31, 2021</b>	<b>-</b>	<b>107.08</b>	<b>469.78</b>	<b>25.78</b>	<b>42.80</b>	<b>12.33</b>	<b>10.81</b>	<b>668.58</b>
<b>Net Block</b>								
<b>As at March 31, 2021</b>	<b>95.42</b>	<b>518.84</b>	<b>734.97</b>	<b>21.56</b>	<b>15.44</b>	<b>10.92</b>	<b>16.46</b>	<b>1,413.61</b>
<b>As at March 31, 2020</b>	<b>95.31</b>	<b>507.02</b>	<b>646.59</b>	<b>23.24</b>	<b>21.38</b>	<b>9.45</b>	<b>17.83</b>	<b>1,320.82</b>

# Partly on Leasehold Land

## (i) Includes following assets (together constituting color bank) given under operating lease arrangements to the dealers:

₹ in Crores

Particulars	Plant and Equipment	Computer	Total
<b>Gross block at cost</b>			
<b>As at April 1, 2019</b>	227.46	21.51	248.97
Additions	37.94	1.56	39.50
Disposals	(0.43)	-	(0.43)
<b>As at March 31, 2020</b>	<b>264.97</b>	<b>23.07</b>	<b>288.04</b>
Additions	46.74	1.11	47.85
Disposals	(6.40)	-	(6.40)
<b>As at March 31, 2021</b>	<b>305.31</b>	<b>24.18</b>	<b>329.49</b>
<b>Accumulated Depreciation</b>			
<b>As at April 1, 2019</b>	115.59	12.17	127.76

## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Note 4(a). Property, plant and equipment (contd.)

₹ in Crores

Particulars	Plant and Equipment	Computer	Total
Charge for the year	40.86	3.68	44.54
Disposals	(0.41)	-	(0.41)
<b>As at March 31, 2020</b>	<b>156.04</b>	<b>15.85</b>	<b>171.89</b>
Charge for the year	42.13	3.04	45.17
Disposals	(6.40)	-	(6.40)
<b>As at March 31, 2021</b>	<b>191.77</b>	<b>18.89</b>	<b>210.66</b>
<b>Net Block</b>			
<b>As at March 31, 2021</b>	<b>113.54</b>	<b>5.29</b>	<b>118.83</b>
<b>As at March 31, 2020</b>	<b>108.93</b>	<b>7.22</b>	<b>116.15</b>

(ii) For charge created on Property, plant and equipment refer note 46b (iii).

### Note 4(a) (iii)

Title deeds of immovable properties set out in Note 4(a) above, are in the name of the Holding Company except those mentioned below which is transferred to and vested in the Holding Company pursuant to the respective Schemes of Arrangement in earlier years.

Particulars	No. of title deeds	Gross Carrying Amount (₹ in Crores)		Net Carrying Amount (₹ in Crores)		Held in the name of
		As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020	
Freehold land at Rishra, West Bengal	1	1.36	1.36	1.36	1.36	Berger Auto & Industrial Coatings Limited

### Note 4(b). Goodwill

₹ in Crores

Particulars	On consolidation	Others	Total
<b>Gross block at cost</b>			
<b>As at April 1, 2019</b>	67.14	202.11	269.25
Additions	7.16	-	7.16
Disposals	-	-	-
Translation Difference	-	2.55	2.55
<b>As at March 31, 2020</b>	<b>74.30</b>	<b>204.66</b>	<b>278.96</b>
Additions	-	-	-
Disposals	-	-	-
Translation Difference	-	8.67	8.67
<b>As at March 31, 2021</b>	<b>74.30</b>	<b>213.33</b>	<b>287.63</b>
<b>Net Block</b>			
<b>As at March 31, 2021</b>	<b>74.30</b>	<b>213.33</b>	<b>287.63</b>
<b>As at March 31, 2020</b>	<b>74.30</b>	<b>204.66</b>	<b>278.96</b>

## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Note 4(c). Capital work in progress

₹ in Crores

Particulars	Building	Plant and Equipment	Other Assets	Total
<b>As at April 1, 2019</b>	89.15	80.51	0.23	169.89
Addition	94.96	229.97	9.66	334.59
Transferred to property, plant and equipment	(147.83)	(173.08)	(5.08)	(325.99)
<b>As at March 31, 2020</b>	<b>36.28</b>	<b>137.40</b>	<b>4.81</b>	<b>178.49</b>
Addition	39.22	113.60	4.62	157.44
Transferred to property, plant and equipment	(35.42)	(188.40)	(5.36)	(229.18)
<b>As at March 31, 2021</b>	<b>40.08</b>	<b>62.60</b>	<b>4.07</b>	<b>106.75</b>

### Note 5. Intangible assets

₹ in Crores

Particulars	Computer Software	Trademark	Total
<b>Gross block at cost</b>			
<b>As at April 1, 2019</b>	22.57	-	22.57
Additions	2.17	0.15	2.32
Disposals	(0.04)	-	(0.04)
Translation Difference	0.25	-	0.25
<b>As at March 31, 2020</b>	<b>24.95</b>	<b>0.15</b>	<b>25.10</b>
Additions	3.77	-	3.77
Disposals/Adjustments *	0.00	-	0.00
Translation Difference	0.89	-	0.89
<b>As at March 31, 2021</b>	<b>29.61</b>	<b>0.15</b>	<b>29.76</b>
<b>Accumulated Amortisation</b>			
<b>As at April 1, 2019</b>	14.47	-	14.47
Charge for the year	2.61	-	2.61
Disposals	(0.07)	-	(0.07)
Translation Difference	0.10	-	0.10
<b>As at March 31, 2020</b>	<b>17.11</b>	<b>-</b>	<b>17.11</b>
Charge for the year	3.14	0.01	3.15
Disposals	(0.01)	-	(0.01)
Translation Difference	1.06	-	1.06
<b>As at March 31, 2021</b>	<b>21.30</b>	<b>0.01</b>	<b>21.31</b>
<b>Net Block</b>			
<b>As at March 31, 2021</b>	<b>8.31</b>	<b>0.14</b>	<b>8.45</b>
<b>As at March 31, 2020</b>	<b>7.84</b>	<b>0.15</b>	<b>7.99</b>

\* Refer Note 55

## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Note 6a. Investment in Joint Ventures

The Group has a 48.98% and 49% interest in Berger Becker Coatings Private Limited and Berger Nippon Paint Automotive Coatings Private Limited respectively (Company's Joint Venture with Becker Industrial Coatings Holding AB - Sweden and Nippon Paints Automotive Coatings Co. Ltd., Japan, respectively which are involved in the manufacture and selling of paints). These joint ventures are private limited companies that are not listed on any public exchange. The Group's interest in joint ventures are accounted for using the equity method in the consolidated Ind AS financial statements. Both the joint ventures are individually immaterial to the reporting entity. Summarised financial information of the joint ventures, based on their Ind AS financial statements are set out below:

₹ in Crores

Particulars	As at March 31, 2021	As at March 31, 2020
Carrying amount of interest in joint ventures at cost	145.89	135.82
Non-current assets	222.79	239.15
Current Assets	289.95	253.57
Non-Current Liabilities	(4.98)	(3.31)
Current Liabilities	(124.19)	(125.64)
Equity	383.57	363.77

₹ in Crores

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Total income	363.86	421.46
Total expenses	375.29	437.75
PAT	(11.43)	(16.29)
Total Comprehensive Income	(11.31)	(16.54)
Group's Share of Profit/(Loss) from joint ventures	(5.61)	(8.30)
Group's share of Other Comprehensive Income/(Loss) for the year from joint ventures	0.06	(0.10)
Group's share of total comprehensive income for the year from joint ventures	(5.55)	(8.40)

### Note 6b. Non-current financial assets - Investments

Particulars	Nominal Value per unit	Currency	Number of shares		Amount (₹ in Crores)	
			As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
<b>Trade Investments</b>						
<b>At fair value through profit or loss (FVTPL):</b>						
Equity Shares - Unquoted (Fully Paid)						
Shaktikunj Apartments Limited *	1	INR	1,498	1,498	0.00	0.00
Charotar Gas Company *	10	INR	10	10	0.00	0.00
<b>Total *</b>					<b>0.00</b>	<b>0.00</b>
<b>Aggregate book value of Unquoted Investments*</b>					<b>0.00</b>	<b>0.00</b>

Refer Note 49 for fair value determination

\* Refer Note 55

## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Note 7. Non-current financial assets - Loans and deposits (Unsecured, considered good unless otherwise stated)

₹ in Crores

Particulars	As at March 31, 2021	As at March 31, 2020
<b>At Amortised Cost</b>		
Security deposits*	26.76	19.19
<b>Total</b>	<b>26.76</b>	<b>19.19</b>

\*Refer Note 47b(B) for security deposits given to related parties.

### Note 8. Non-current financial assets - Other financial assets (Unsecured, considered good unless otherwise stated)

₹ in Crores

Particulars	As at March 31, 2021	As at March 31, 2020
<b>At Amortised Cost</b>		
Bank Deposits with original maturity of more than twelve months *	29.13	1.49
Advances for share application money (to related parties) {Refer Note 47b(B)} #	-	0.86
Other receivables **	-	0.00
<b>Total</b>	<b>29.13</b>	<b>2.35</b>

\* Includes deposits pledged against bank guarantees.

# Represents share application money pending allotment.

\*\* Refer Note 55

### Note 9. Income Tax assets (net)

₹ in Crores

Particulars	As at March 31, 2021	As at March 31, 2020
Advance payment of income tax [net of provision for tax of ₹1,571.11 crores (March 31, 2020 - ₹1,313.22 crores)]	30.93	33.96
<b>Total</b>	<b>30.93</b>	<b>33.96</b>

### Note 10. Other non-current assets (Unsecured considered good unless otherwise stated)

₹ in Crores

Particulars	As at March 31, 2021	As at March 31, 2020
<b>At Amortised Cost</b>		
Capital advances	14.14	21.75
Advances other than capital advances	-	0.08
Prepayments	0.11	0.24
Balances with statutory/government authorities	13.38	5.60
<b>Total</b>	<b>27.63</b>	<b>27.67</b>

## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Note 11. Inventories

(at lower of cost and net realisable value)

₹ in Crores

Particulars	As at March 31, 2021	As at March 31, 2020
Raw materials [Including in-transit ₹97.75 crores (March 31, 2020 - ₹52.96 crores)]	493.29	361.79
Packing materials [Including in-transit ₹0.23 crores (March 31, 2020 - ₹0.12 crores)]	44.05	28.60
Work in progress	103.45	71.49
Finished goods	809.33	704.45
Traded goods [Including in-transit ₹2.71 crores (March 31, 2020 - ₹3.87 crores)]	147.75	94.22
Stores and Spares	18.26	17.91
<b>Total</b>	<b>1,616.13</b>	<b>1,278.46</b>

### Note 12. Current financial assets-Investments

Particulars	Nominal Value ₹ per unit	Number of units		₹ in Crores	
		As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
<b>At fair value through profit or loss (FVTPL):</b>					
Investments in Mutual Funds - Unquoted					
Aditya Birla Sun Life Low Duration Fund - Growth - Direct Plan (formerly known as Aditya Birla Sun Life Cash Manager)	100	-	77,229	-	3.97
Aditya Birla Sunlife Liquid Fund - Growth - Direct Plan (formerly known as Aditya Birla Sun Life cash plus)	100	-	1,32,033	-	4.22
Aditya Birla Sunlife Money Manager Fund - Growth Direct Plan (formerly known as Aditya Birla Sun Life Floating Rate Fund Short Term Plan)	100	-	9,76,918	-	26.47
Axis Ultra Short Term Fund - Direct Growth - USDG	10	-	1,64,50,588	-	18.67
DSP Overnight Fund - Dir - Growth	1,000	-	50,186	-	5.36
Franklin India Liquid Fund Super Institutional Plan - Direct Growth (formerly known as Franklin India Treasury Management Account - Super Institutional Plan - Direct)	1,000	-	7,185	-	2.14
Franklin India Ultra Short Bond Fund Super Institutional Plan - Direct - Growth	10	35,17,074	69,68,257	9.77	19.27
HDFC Low Duration Fund - Direct Plan - Growth Option	10	-	39,92,044	-	17.64
HDFC Money Market Fund - Direct Plan - Growth Option	1,000	1,37,402	-	61.47	-
HDFC Ultra Short Term Fund - Direct Plan - Direct Growth	10	2,99,14,406	-	35.72	-
Kotak Savings Fund Direct Plan Growth (formerly known as Kotak Treasury Adv)	10	-	8,27,358	-	2.72
UTI Liquid Cash Plan - Direct Growth	1,000	-	6,182	-	2.01
Kotak Money Market Fund - Direct Plan - Growth (formerly known Kotak Floater ST)	10	10,281	10,356	3.58	3.43
Franklin India Short Term Income Plan - Weekly Dividend	10	9,460	10,320	3.76	4.18
LIC MF Liquid Fund - Direct Plan-Growth - LICLF	1,000	-	20,973	-	7.56
SBI Savings Fund - Direct Plan - Growth	10	1,46,25,739	48,00,312	50.01	15.54
UTI Corporate Bond Fund - Direct Growth Plan	10	-	25,40,963	-	3.00



## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Note 12. Current financial assets-Investments (contd.)

Particulars	Nominal Value ₹ per unit	Number of units		₹ in Crores	
		As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
ICICI Prudential Savings Fund - Direct Plan - Growth	100	-	11,05,962	-	43.17
ICICI Prudential Money Market Fund - Direct Growth	100	12,69,904	-	37.50	-
HDFC Liquid Fund Direct Plan Growth	1,000	9,797	-	3.96	-
Kotak Liquid Fund Direct Plan Growth	1,000	9,638	-	4.01	-
<b>Aggregate amount of Unquoted Investments</b>				<b>209.78</b>	<b>179.35</b>
<b>Aggregate amount of Repurchase price of Unquoted Investments</b>				<b>209.78</b>	<b>179.35</b>

Refer Note 49 for determination of fair value.

### Note 13. Current financial assets-Trade receivables

₹ in Crores

Particulars	As at March 31, 2021	As at March 31, 2020
<b>At Amortised Cost</b>		
<b>Unsecured</b>		
Considered good #	1,019.72	714.11
Credit impaired	23.59	9.50
Less: Allowance for credit impaired trade receivable	(23.59)	(9.50)
<b>Total</b>	<b>1,019.72</b>	<b>714.11</b>
# Includes debts due from related parties		
Berger Becker Coatings Private Limited [Joint Venture]	0.32	1.72
Berger Nippon Paint Automotive Coatings Private Limited [Joint Venture]	11.22	16.79
Wang Investment & Finance Private Limited [Fellow Subsidiary]	0.09	-

(i) Trade receivables are non-interest bearing and generally has credit period from 30 to 90 days.

(ii) For terms and conditions relating to related party receivables, refer Note 47b(C).

(iii) Refer Note No.50 for Movement in expected credit loss allowance on trade receivable.

### Note 14. Current Financial assets-Cash and Cash Equivalents

₹ in Crores

Particulars	As at March 31, 2021	As at March 31, 2020
<b>At Amortised Cost</b>		
Balances with banks:		
– On current accounts	105.50	59.29
– Deposits with original maturity of three months or less than three months #	24.38	18.72
Cheques/drafts on hand	5.59	-
Cash on hand	0.75	0.91
<b>Total</b>	<b>136.22</b>	<b>78.92</b>

# Short-term deposits are made for varying periods between one day and three months, depending on the immediate cash requirements of the Group, and earn interest between 2.5% - 3.5% p.a.

## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Note 15. Current Financial Assets-Other bank balances

₹ in Crores

Particulars	As at March 31, 2021	As at March 31, 2020
<b>At Amortised Cost</b>		
Other bank balances:		
– Unpaid Dividend Account *	6.16	66.48
– Deposits with original maturity of not less than three months but not more than twelve months #	297.20	74.50
Earmarked balances	0.03	0.03
<b>Total</b>	<b>303.39</b>	<b>141.01</b>

\* Earmarked for payment of Unclaimed Dividend.

# Deposits with Banks earn interest between 2.5% to 7.25% (March 31, 2020- 4.75% to 7.30%) and are made for periods between 7 to 365 days (March 31, 2020 - periods between 7 to 366 days).

### Note 16. Current Financial Assets - Loans and deposits

(Unsecured, considered good unless otherwise stated)

₹ in Crores

Particulars	As at March 31, 2021	As at March 31, 2020
<b>At Amortised Cost</b>		
Security deposits*	12.92	9.84
<b>Total</b>	<b>12.92</b>	<b>9.84</b>

\*Refer Note 47b(B) for security deposits given to related parties

### Note 17. Current Financial Assets - Other financial assets

(Unsecured, considered good unless otherwise stated)

₹ in Crores

Particulars	As at March 31, 2021	As at March 31, 2020
<b>At Amortised Cost</b>		
Interest accrued on deposits	5.64	3.80
Other receivables #	9.18	4.23
<b>Total</b>	<b>14.82</b>	<b>8.03</b>
# Includes receivable from following related party [Refer Note 47b(B)]		
Berger Paints (Bangladesh) Limited [Fellow Subsidiary]	0.46	0.42
<b>Total</b>	<b>0.46</b>	<b>0.42</b>

### Note 18. Other Current Assets

(Unsecured, considered good unless otherwise stated)

₹ in Crores

Particulars	As at March 31, 2021	As at March 31, 2020
Capital Advance	-	0.23
Advances other than capital advances	23.40	21.14
Prepayments	12.76	12.09
Subsidy receivable #	59.11	44.73
Balances with statutory/government authorities	98.08	98.54
<b>Total</b>	<b>193.35</b>	<b>176.73</b>

# The Holding Company has subsidy receivable under "Scheme of Budgetary Support under GST Regime to the eligible units" located in specified States along with Freight subsidy receivable as per the State Level Committee for Freight Subsidy Scheme, 2013 for the Assam unit.

## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Note 19. Equity Share Capital

₹ in Crores

Particulars	As at March 31, 2021	As at March 31, 2020
<b>Authorised Share Capital</b>		
1,20,00,00,000 Equity Shares of ₹1 each (March 31, 2020: 1,20,00,00,000 Equity Shares of ₹1 each)	120.00	120.00
<b>Issued Share Capital</b>		
97,13,86,517 Equity Shares of ₹1 each fully paid up (March 31, 2020: 97,13,11,260 Equity Shares of ₹1 each fully paid up)	97.14	97.13
<b>Subscribed and Paid-up Share Capital</b>		
<b>At April 1, 2020</b>		
97,12,19,780 Equity Shares of ₹1 each issued, subscribed and fully paid up	97.12	97.11
Add: Issue of Share Capital	0.01	0.01
<b>At March 31, 2021</b>		
97,12,95,037 Equity Shares of ₹1 each issued, subscribed and fully paid up	<b>97.13</b>	<b>97.12</b>

#### a) The reconciliation of share capital is given below:

Particulars	As at March 31, 2021		As at March 31, 2020	
	No. of Shares	₹ in Crores	No. of Shares	₹ in Crores
At the beginning of the year	97,12,19,780	97.12	97,11,29,711	97.11
Add: Shares issued on exercise of Employee Stock Options (Refer Note 44)	75,257	0.01	90,069	0.01
<b>At the end of the year</b>	<b>97,12,95,037</b>	<b>97.13</b>	<b>97,12,19,780</b>	<b>97.12</b>

#### b) Terms / Rights attached to equity shares

The Holding Company has only one class of equity shares having a par value of ₹1 each. Holder of each equity share is entitled to one vote per share. The Holding Company declares and pays dividends in Indian Rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation of the Holding Company, the holders of equity shares will be entitled to receive remaining assets of the Holding Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

#### c) Equity shares held by the ultimate holding company and/or the subsidiaries/associates of holding company

Particulars	As at March 31, 2021	As at March 31, 2020
U K Paints (India) Private Limited [Ultimate Holding Company]	48,65,45,399	48,65,45,399
Jenson & Nicholson (Asia) Limited, UK	14,06,56,782	14,06,56,782
Citland Commercial Credits Limited	3,09,15,659	3,09,15,659
Wang Investment & Finance Pvt. Ltd.	2,99,85,580	2,99,85,580
Bigg Investment & Finance Pvt. Ltd.	79,52,420	79,52,420

## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Note - 19. Equity Share Capital (contd.)

#### d) Details of shareholders holding more than 5 percent of equity shares in the Holding Company

Particulars	As at March 31, 2021		As at March 31, 2020	
	No. of Shares	% holding	No. of Shares	% holding
U K Paints (India) Private Limited [Ultimate Holding Company]	48,65,45,399	50.09%	48,65,45,399	50.10%
Jenson & Nicholson (Asia) Limited, UK	14,06,56,782	14.48%	14,06,56,782	14.48%

As per records of the Holding Company, including its register of shareholders/members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares as declared under the relevant provisions of the Companies Act, 2013.

#### e) Shares reserved for issue under Employee Stock Options:

For movement of shares reserved for issue under the Employee Stock Option Plan (ESOP) of the Holding Company, refer Note 44.

f) The Holding Company has not issued any shares pursuant to any contract without payment being received in cash or as fully paid up by way of bonus shares. The Holding Company has not bought back any shares.

### Note - 20. Other equity

For the year ended March 31, 2021

₹ in Crores

Particulars	Reserves & Surplus						Foreign Currency Translation Reserve	Foreign currency monetary item translation difference account	Equity attributable to equity holders of the parent	Non- Controlling Interest	Total Equity
	Securities premium	Share based payment reserve	Retained earnings	Capital Reserve	General Reserve	Capital Redemption Reserve					
As at April 1, 2020	116.77	2.25	2,170.05	0.19	302.87	0.04	(18.57)	(10.59)	2,563.01	7.11	2,570.12
Profit for the year	-	-	719.75	-	-	-	-	-	719.75	(0.03)	719.72
Acquisitions	-	-	-	-	-	-	-	-	-	-	-
Other comprehensive income for the year (net of tax)	-	-	(1.02)	-	-	-	13.57	-	12.55	(0.02)	12.53
<b>Total Comprehensive Income for the year</b>	-	-	718.73	-	-	-	13.57	-	732.30	(0.05)	732.25
Share based payments (Note 44)	-	2.97	-	-	-	-	-	-	2.97	-	2.97
Exercise of share options (Note 44)	2.56	(2.56)	-	-	-	-	-	-	(0.00)	-	(0.00)
Cost of Share based payments (Note 44)	-	(0.06)	-	-	-	-	-	-	(0.06)	-	(0.06)
Transfer to housing reserves (Note 29)	-	-	(0.40)	-	-	-	-	-	(0.40)	-	(0.40)
Amount transferred to Statement of Profit and Loss	-	-	0.47	-	-	-	-	10.59	11.06	-	11.06
Dividends (Note 31)	-	-	(29.14)	-	-	-	-	-	(29.14)	-	(29.14)
<b>As at March 31, 2021</b>	<b>119.33</b>	<b>2.60</b>	<b>2,859.71</b>	<b>0.19</b>	<b>302.87</b>	<b>0.04</b>	<b>(5.00)</b>	<b>-</b>	<b>3,279.74</b>	<b>7.06</b>	<b>3,286.80</b>

## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Note - 20. Other equity (contd.)

For the year ended March 31, 2020

₹ in Crores

Particulars	Reserves & Surplus						Foreign Currency Translation Reserve	Foreign currency monetary item translation difference account	Equity attributable to equity holders of the parent	Non-Controlling Interest	Total Equity
	Securities premium	Share based payment reserve	Retained earnings	Capital Reserve	General Reserve	Capital Redemption reserve					
As at April 1, 2019	114.62	2.38	1,943.85	0.19	302.87	0.04	(6.51)	(10.74)	2,346.69	3.45	2,350.14
Profit for the year	-	-	657.81	-	-	-	-	-	657.81	(1.71)	656.10
Acquisitions	-	-	-	-	-	-	-	-	-	-	-
Other comprehensive income for the year (net of tax)	-	-	(6.90)	-	-	-	(12.06)	-	(18.96)	(0.04)	(19.00)
<b>Total Comprehensive Income for the year</b>	-	-	650.91	-	-	-	(12.06)	-	638.85	(1.75)	637.10
Acquisition of a subsidiary	-	-	-	-	-	-	-	-	-	5.41	5.41
Share based payments (Note 44)	-	2.04	-	-	-	-	-	-	2.04	-	2.04
Exercise of share options (Note 44)	2.15	(2.15)	-	-	-	-	-	-	-	-	-
Cost of Share based payments (Note 44)	-	(0.02)	-	-	-	-	-	-	(0.02)	-	(0.02)
Transfer to housing reserves (Note 29)	-	-	(0.40)	-	-	-	-	-	(0.40)	-	(0.40)
Foreign currency monetary item translation difference for the year	-	-	-	-	-	-	-	0.15	0.15	-	0.15
Dividends (Note 31)	-	-	(369.04)	-	-	-	-	-	(369.04)	-	(369.04)
Dividend distribution tax on dividend (Note 31)	-	-	(55.27)	-	-	-	-	-	(55.27)	-	(55.27)
<b>As at March 31, 2020</b>	<b>116.77</b>	<b>2.25</b>	<b>2,170.05</b>	<b>0.19</b>	<b>302.87</b>	<b>0.04</b>	<b>(18.57)</b>	<b>(10.59)</b>	<b>2,563.00</b>	<b>7.11</b>	<b>2,570.11</b>

#### Notes

**Securities Premium** - Premium received on equity shares issued including those under Employee Stock Option Plan are recognised in the securities premium account net of utilization for bonus shares issued etc.

**Retained Earnings** - Retained earnings includes surplus in the Statement of Profit and Loss, Ind AS related adjustments as on the date of transition, remeasurement gains/losses on defined benefit plans.

**General Reserve** - Under the erstwhile Indian Companies Act 1956, a general reserve was created through an annual transfer of net income at a specified percentage in accordance with applicable regulations, to ensure that if a dividend distribution in a given year is more than 10% of the paid capital of the company for that year, the total dividend distribution is less than the total distributable profits/(losses) for that year. Consequent to introduction of the Companies Act 2013, the requirement to mandatorily transfer a specified percentage of the net profit to general reserve has been withdrawn.

**Share based payment reserve** - The Holding Company has an employee stock option plan (ESOP) under which options to subscribe for the Holding Company's shares have been granted to specific employees. The Share based payment reserve is used to recognise the value of equity-settled share-based payments to employees as part of their remuneration. The year end balance is net off options exercised by the concerned employees. Refer to Note 44 for further details of these plans.

**Foreign Currency Translation Reserve** - Represents exchange difference on translation of financial statements of foreign subsidiaries.

**Capital redemption reserve** - Represents amount equal to the face value of equity shares transferred at the time of buy-back of shares.

**Capital Reserve** - Includes profit on re-issue of forfeited shares.

## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Note 21a. Financial Liabilities- Borrowings

₹ in Crores

Particulars	As at March 31, 2021	As at March 31, 2020
<b>At Amortised Cost</b>		
<b>Secured</b>		
From Banks		
Term Loan (refer Note - 1 below)	165.65	238.26
Long term maturity of finance lease obligations	3.83	5.12
<b>Total</b>	<b>169.48</b>	<b>243.38</b>

#### Note 1:

Comprises of:

- Term Loan of USD 5.18 million (March 31, 2020: USD 15.53 million) [equivalent ₹37.84 crores (March 31, 2020: ₹110.65 crores)] secured by an unconditional and irrecoverable corporate guarantee from the Holding Company and by way of hypothecation and/or mortgage over the fixed assets of the Holding Company ranking pari passu with charges created in favour of other lenders. The loan carries interest at the rate of LIBOR plus 0.87% p.a (March 31, 2020: LIBOR plus 0.87%) and is repayable before June 7, 2022.
- Term Loan of USD 17.50 million (March 31, 2020: USD 17.50 million) [equivalent ₹127.81 crores (March 31, 2020: ₹124.73 crores)] secured by an unconditional and irrecoverable corporate guarantee from the Holding Company. The loan carries interest at the rate of LIBOR plus 1.20 % p.a (March 31, 2020: LIBOR plus 1% p.a) and is repayable until April 12, 2022.

### Changes in liabilities arising from financing activities

₹ in Crores

Particulars	April 1, 2020	Cash flows	Exchange difference	March 31, 2021
Non Current Borrowings – Term Loan	238.26	(73.90)	1.29	165.65
Particulars	April 1, 2019	Cash flows	Exchange difference	March 31, 2020
Non Current Borrowings – Term Loan	230.49	-	7.77	238.26

### Note 21b. Non Current Financial liabilities- Deposits

₹ in Crores

Particulars	As at March 31, 2021	As at March 31, 2020
<b>At Amortised Cost</b>		
Deposits	58.77	30.36
<b>Total</b>	<b>58.77</b>	<b>30.36</b>

### Note 22. Non Current Provisions

₹ in Crores

Particulars	As at March 31, 2021	As at March 31, 2020
Provision for employee benefits		
- Provision for gratuity (Refer Note 43)	3.58	3.10
- Provision for leave encashment	3.65	3.36
<b>Others</b>		
Provision for decommissioning {Refer Note (a) in the next page}	3.68	3.41
<b>Total</b>	<b>10.91</b>	<b>9.87</b>



## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### (a) Provision for decommissioning #

₹ in Crores

Particulars	As at March 31, 2021	As at March 31, 2020
At the beginning of the year	3.41	3.16
Discount unwinding for the year	0.27	0.25
At the end of the year	<b>3.68</b>	<b>3.41</b>

# Recognised towards provision for decommissioning /dismantling of Property, Plant and Equipment.

### Note 23. Deferred Tax Assets & Liabilities (net)

₹ in Crores

Particulars	Balance Sheet - Liability		Balance Sheet - Assets		Statement of Profit and Loss and Other Comprehensive Income [expense / (income)]	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020	Year ended March 31, 2021	Year ended March 31, 2020
<b>Deferred tax liabilities</b>						
Arising out of temporary differences between tax and book written down value of depreciable assets	74.52	74.15	5.23	7.26	1.66	29.80
Financial Assets at fair value through profit and loss	0.13	0.21	-	-	0.08	1.95
<b>Total (A)</b>	<b>74.65</b>	<b>74.36</b>	<b>5.23</b>	<b>7.26</b>	<b>1.74</b>	<b>31.75</b>
<b>Deferred tax assets</b>						
Expenses allowable on payment basis for tax purposes	9.44	8.11	3.73	3.03	(2.03)	9.43
Decommissioning liability	0.93	0.86	-	-	(0.07)	(0.28)
Others through other comprehensive income	3.55	3.54	0.62	3.88	3.25	(2.30)
Arising out of temporary differences on accounting of lease rentals under Ind AS 116	8.74	8.09	0.38	-	(1.03)	1.52
Others	(1.36)	-	3.91	-	(2.55)	-
Deferred tax acquired in business combination	-	-	-	5.86	5.86	-
<b>Total (B)</b>	<b>21.30</b>	<b>20.60</b>	<b>8.64</b>	<b>12.77</b>	<b>3.43</b>	<b>8.37</b>
Deferred Tax expenses/(gain) realised in Statement of Profit & Loss					<b>1.02</b>	(21.08)
Deferred Tax gain realised in OCI					(0.39)	(2.30)
Foreign Exchange fluctuation on Deferred Tax (Expenses)					1.06	-
<b>Total Deferred Tax Expenses/ (Credit)</b>					<b>1.69</b>	<b>(23.38)</b>
<b>Net deferred tax (liabilities)/ assets (A-B)</b>	<b>(53.35)</b>	<b>(53.76)</b>	<b>3.41</b>	<b>5.51</b>		

## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Note 23. Deferred Tax Assets & Liabilities (net) (contd.)

#### Reconciliation of deferred tax liabilities and assets

₹ in Crores

Particulars	Deferred Tax Liabilities		Deferred Tax Assets	
	As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020
Opening balance	(53.76)	(87.81)	5.51	10.32
Tax expense/(income) during the period recognised in Statement of Profit and Loss	(1.03)	(32.05)	2.05	10.97
Tax expense/(income) during the period recognised in OCI	0.01	(2.00)	(0.40)	(0.30)
Deferred tax acquired in business combination	-	-	-	5.86
Foreign Exchange fluctuation on Deferred Tax	0.61	-	0.45	-
Closing balance	<b>(53.35)</b>	<b>(53.76)</b>	<b>3.41</b>	<b>5.51</b>

During the year ended March 31, 2020, the Parent Company had paid dividend to its shareholders. This has resulted in payment of Dividend Distribution Tax (DDT) to the taxation authorities. The Parent Company believes that DDT represents additional payment to taxation authority on behalf of the shareholders. With effect from 1 April, 2020, the Dividend Distribution Tax ('DDT') payable by the Parent Company under section 115O of Income Tax Act was abolished and a withholding tax was introduced on the payment of dividend. As a result, dividend is now taxable in the hands of the recipient.

#### Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate:

₹ in Crores

Particulars	Year Ended March 31, 2021	Year Ended March 31, 2020
<b>Accounting Profit before Income tax</b>	<b>984.23</b>	<b>891.46</b>
Profit before income tax multiplied by standard rate of corporate tax in India of 25.168% (March 31, 2020: 25.168%)	247.71	224.36
Reversal of opening deferred tax liability due to change in tax rate	-	(13.67)
Effects of:		
Additional deduction allowed in respect of R&D Expenditure	-	(0.41)
Effect of different tax rates in the components	11.58	11.05
Other miscellaneous disallowances/(allowances)	(0.78)	3.43
<b>Net effective income tax</b>	<b>258.51</b>	<b>224.76</b>
(i) Tax expense reported in the Statement of Profit and Loss		
Current tax	257.88	248.14
Deferred tax / (credit)	1.02	(21.08)
(ii) Income tax credit recognised in Other Comprehensive Income	(0.39)	(2.30)
	<b>258.51</b>	<b>224.76</b>

The tax rate used for reconciliation above is the corporate tax rate of 25.168% (Previous Year 25.168%) payable by corporate entities in India on taxable profits under Indian tax law. During the year, the Parent Company and its subsidiaries in India have opted for lower tax rate under section 115BAA of the Income Tax Act, 1961 inserted vide Taxation Laws (Amendment) Act, 2019.

## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

The Group has the following unused tax losses which arose on incurrence of capital losses and business losses under the Income Tax for which no deferred tax asset has been recognised in the Balance Sheet:

Financial Year	Particulars	March 31, 2021 (₹ in Crores)	Expiry Date	March 31, 2020 (₹ in Crores)	Expiry Date
FY 2015-16	Business Loss	7.25	Dec 2020	6.46	Dec 2020
FY 2016-17	Business Loss	1.11	Dec 2021	0.99	Dec 2021
FY 2017-18	Business Loss	8.86	Dec 2022	7.90	Dec 2022
FY 2018-19	Business Loss	11.67	Dec 2023	10.41	Dec 2023
FY 2019-20	Business Loss	11.37	Dec 2024	10.14	Dec 2024
FY 2019-20	Business Loss	3.33	Mar 2028	3.33	Mar 2028
FY 2019-20	Depreciation	0.15	N.A.	0.15	N.A.
FY 2020-21	Business Loss	5.79	Dec 2025	-	-
FY 2020-21	Business Loss	0.50	Mar 2029	-	-
FY 2020-21	Depreciation	0.22	N.A.	-	-

At the end of the reporting period, the aggregate amount of temporary differences associated with undistributed earnings of the subsidiaries for which deferred tax liabilities have not been recognised is ₹328.45 crores (2019-20: ₹279.46 crores). No liability has been recognised in respect of these differences because management controls the distributions of the earnings of the subsidiaries to the holding company and it has no intention to distribute the earnings of the subsidiaries.

### Note 24. Non-current Liabilities – Others

₹ in Crores

Particulars	As at March 31, 2021	As at March 31, 2020
Advance from customers	-	0.01
Statutory liabilities	-	0.06
Other liabilities	4.56	4.72
<b>Total</b>	<b>4.56</b>	<b>4.79</b>

### Note 25. Current Financial Liabilities – Borrowings

₹ in Crores

Particulars	As at March 31, 2021	As at March 31, 2020
<b>At Amortised Cost</b>		
<b>Secured</b>		
Cash credit (Refer Note 1 below)	11.96	33.99
Working capital demand loan (Refer Note 2 in the next page)	52.33	258.52
<b>Unsecured</b>		
Commercial paper (Refer Note 3 in the next page)	150.00	-
<b>Total</b>	<b>214.29</b>	<b>292.51</b>

#### Note - 1

Cash Credits from banks are secured by way of first charge on book debts and other current assets ranking pari passu between the lenders (first pari passu charge over entire current assets). Cash Credit is repayable on demand and carries interest at 6.50% - 9.50 % per annum (March 31, 2020: 7.95%-10.30% per annum).

## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Note 25. Current Financial Liabilities – Borrowings (contd.)

#### Note - 2

- Working capital demand loan from banks outstanding as on March 31, 2020 were secured by way of first charge on book debts and other current assets ranking pari passu between the lenders (first pari passu charge over entire current assets) and were repaid within April 30, 2020. Applicable interest rate was 8.00 % - 9.15% per annum.
- Working capital demand loans of ₹35.20 crores (March 31, 2020 - ₹14.00 crores) is secured by corporate guarantee of the Holding Company. Loans are repayable within March 2, 2022 and carries interest from 6.20% to 7.25% per annum (March 31, 2020 - 7.90% per annum).
- Working capital demand loan of PLN 8.74 million (equivalent ₹17.13 crores) [March 31, 2020 - PLN 15.92 million (equivalent ₹29.91 crores)] and carries interest at WIBOR 1 Month + margin.

#### Note - 3

Commercial paper as at March 31, 2021 carried interest at 3.50%-4.00% per annum and were repaid within 20th April, 2021.

#### Changes in liabilities arising from financing activities

₹ in Crores

Particulars	April 1, 2020	Cash flows	New Leases	Others	March 31, 2021
<b>Current Borrowings</b>					
Cash credit	33.99	(22.03)	-	-	11.96
Working Capital Demand Loan	258.52	(206.19)	-	-	52.33
Commercial paper	-	150.00	-	-	150.00
<b>Current and Non Current Lease Liability</b>	231.01	(75.28)	75.30	18.96	249.99

Particulars	April 1, 2019	Cash flows	New Leases	Others	March 31, 2020
<b>Current Borrowings</b>					
Cash credit	83.41	(49.42)	-	-	33.99
Working Capital Demand Loan	76.60	181.92	-	-	258.52
Commercial paper	85.00	(85.00)	-	-	-
<b>Current and Non Current Lease Liability</b>	232.89	(118.35)	91.90	24.57	231.01

### Note 26. Current Financial Liabilities – Trade Payables

₹ in Crores

Particulars	As at March 31, 2021	As at March 31, 2020
<b>At Amortised Cost</b>		
Outstanding dues of creditors other than acceptances		
(i) Total outstanding dues of micro enterprises and small enterprises	62.68	56.05
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises		
Acceptances*	105.84	166.99
Outstanding dues other than acceptances	1,328.92	842.77
	1,434.76	1,009.76
<b>Total</b>	<b>1,497.44</b>	<b>1,065.81</b>

\* Note: Acceptances are payable to banks

## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

**Note 26.1. Disclosure under the Micro, Small and Medium Enterprises Development Act, 2006 are provided as under to the extent the Company has received intimation from the suppliers regarding their status under the Act.**

₹ in Crores

Particulars	As at March 31, 2021	As at March 31, 2020
Principal amount remaining unpaid at the end of the year	58.20	53.22
Interest due thereon remaining unpaid at the end of the year	4.48	2.83
	<b>62.68</b>	<b>56.05</b>
Delayed payment of Principal amount paid beyond appointed date during the entire financial year	236.03	129.52
Interest actually paid under Section 16 of the Act during the entire accounting year	-	-
Amount of Interest due and payable for the period of delay in making the payment (which have been paid but beyond the appointed day during the year) but without adding interest specified under this Act.	1.60	0.63
Amount of Interest due and payable for the period (where principal has been paid but interest under the MSMED Act not paid) *	-	0.00
Interest accrued and remaining unpaid at the end of the year	1.66	0.69
The amount of further interest remaining due and payable even in succeeding years, until such date when the interest dues as above are actually paid to the Micro and Small Enterprises for the purpose of disallowances as deductible expenditure under Section 23 of this Act	4.48	2.83

### Terms and conditions of the above trade payables:

Trade payables are non interest bearing and are normally settled on 45-90 days terms.

For terms and conditions of transactions with related parties, refer Note 47b(B).

\* Refer Note - 55

### Note 27. Current Financial Liabilities – Other Financial Liabilities

₹ in Crores

Particulars	As at March 31, 2021	As at March 31, 2020
<b>At Amortised Cost</b>		
Interest accrued but not due on borrowings	0.74	0.68
Unpaid Dividends (to be credited to Investor Education and Protection Fund as and when due)	6.12	48.40
Deposits	29.80	42.44
Capital creditors	30.28	42.80
Accrued employee liabilities	40.35	37.19
Other payables	36.31	20.71
<b>Total</b>	<b>143.60</b>	<b>192.22</b>

### Note 28. Other current liabilities

₹ in Crores

Particulars	As at March 31, 2021	As at March 31, 2020
Advance from customers	25.01	16.67
Statutory liabilities	41.36	35.45
Other liabilities	21.25	12.05
<b>Total</b>	<b>87.62</b>	<b>64.17</b>

## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Note 29. Current Provisions

₹ in Crores

Particulars	As at March 31, 2021	As at March 31, 2020
Provision for Gratuity (refer Note 43)	5.20	9.47
Provision for Leave encashment	31.33	30.13
Provision for Housing Fund {Refer Notes (a) & (b) below}	6.75	6.75
<b>Total</b>	<b>43.28</b>	<b>46.35</b>

Particulars	As at March 31, 2021	As at March 31, 2020
<b>(a) Housing Fund</b>		
At the beginning of the year	6.75	6.75
Arisen during the year	0.40	-
Utilized during the year	(0.40)	-
<b>At the end of the year</b>	<b>6.75</b>	<b>6.75</b>

Provision for housing fund has been recognised towards compliance with Section - 41 of Nepal Labour Act, 2048.

₹ in Crores

Particulars	As at March 31, 2021	As at March 31, 2020
<b>(b) Warranty Provision</b>		
At the beginning of the year	-	0.47
Arisen during the year	-	-
Utilized during the year	-	(0.47)
<b>At the end of the year</b>	<b>-</b>	<b>-</b>

A provision for warranty is recognised when the underlying products or services are sold. The provision is based on historical warranty data and a weighing of all possible outcomes against their associated probabilities.

### Note 30. Income tax liabilities (net)

₹ in Crores

Particulars	As at March 31, 2021	As at March 31, 2020
Provision for income tax [net of advance taxes of ₹121.25 crores (March 31, 2020 : ₹117.42 crores)]	3.83	3.54
<b>Total</b>	<b>3.83</b>	<b>3.54</b>



## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Note 31. Distribution made and proposed

₹ in Crores

Particulars	As at March 31, 2021	As at March 31, 2020
<b>Dividends on equity shares declared and paid:</b>		
Final dividend for March 31, 2020- ₹0.30 per share (March 31, 2019 - ₹1.90 per share)	29.14	184.51
Dividend Distribution Tax on final dividend #	-	25.07
Interim dividend paid during the year 2020-21 - Nil (2019-20 - ₹1.90 per share)	-	184.53
Dividend Distribution Tax on Interim dividend #	-	30.20
	<b>29.14</b>	<b>424.31</b>
<b>Proposed dividends on equity shares:</b>		
Final dividend for March 31, 2021- ₹2.80 per share (March 31, 2020 - ₹0.30 per share)	271.96	29.14
Dividend Distribution Tax on proposed dividend #	-	7.33
	<b>271.96</b>	<b>36.47</b>

As at March 31, 2021, proposed dividend on equity shares are subject to approval in the ensuing Annual General Meeting. Pending such approval proposed dividend has not been recognised in these Ind AS financial statements.

# With effect from 1 April 2020, the Dividend Distribution Tax ('DDT') payable by the company under section 115 O of Income Tax Act was abolished and a withholding tax was introduced on the payment of dividend. As a result, dividend is now taxable in the hands of the recipient.

### Note 32. Revenue from Operations

₹ in Crores

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Revenue from sale of products (net off rebates and discounts)	6,509.20	6,274.77
Revenue from combined contracts	227.68	20.58
Other operating revenue		
Scrap sales	10.04	11.31
Income from government grant	45.01	32.25
Others	25.66	26.91
<b>Total</b>	<b>6,817.59</b>	<b>6,365.82</b>

## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Note 32.1. Disaggregation of revenue from contracts with customers

The Group derives revenue from following major segments:

₹ in Crores

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
<b>A. Revenue disaggregated based on nature of product or services</b>		
<b>(i) Revenue from contracts with customers</b>		
Revenue from sale of paints and allied products (net of rebates and discounts) *	6,509.20	6,274.77
Revenue from combined contracts (supply apply contracts)**	227.68	20.58
	<b>6,736.88</b>	<b>6,295.35</b>
<b>(ii) Other operating revenues</b>		
Sale of Scrap	10.04	11.31
Income from government grant	45.01	32.25
Others	25.66	26.91
	<b>80.71</b>	<b>70.47</b>
<b>Total</b>	<b>6,817.59</b>	<b>6,365.82</b>
<b>B. Revenue from contracts with customers disaggregated based on geography</b>		
India	6,223.23	5,992.11
Outside India	513.65	303.24
<b>Total</b>	<b>6,736.88</b>	<b>6,295.35</b>

\* Revenue from sale of goods is recognised on transfer of control in the goods to customers at a point of time by performance of obligation towards delivery or as per customers' instruction.

\*\* Revenue from combined contract is recognised at a point of time when such combined output is delivered to customers' satisfaction as per agreed milestones and customers acknowledge their obligation to pay for such output in accordance with terms and condition of underlying contracts.

The Group provides agreed upon performance warranty for selected range of products and services. The amount of liability towards such warranties are immaterial.

### Note 32.2 Reconciliation of gross revenue with revenue from contracts with customers

₹ in Crores

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Gross revenue	8,002.86	7,391.73
Less: rebates and discounts	1,265.98	1,096.38
<b>Net revenue recognised from contracts with customers</b>	<b>6,736.88</b>	<b>6,295.35</b>

### Note 33. Other income

₹ in Crores

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Interest Income		
Investment in deposits with banks carried at amortized cost	12.69	14.69
Others	5.67	4.12
Insurance claim received	2.34	0.04
Net gain on sale of mutual fund investments measured at FVTPL	6.72	16.28
Fair value gain on mutual fund investments measured at FVTPL	3.31	0.83

## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Note 33. Other income (contd.)

₹ in Crores

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Discount Income	8.23	5.66
Arrangement Fees	2.36	1.48
Miscellaneous Income	10.17	25.42
<b>Total</b>	<b>51.49</b>	<b>68.52</b>

### Note 34. Cost of materials consumed

₹ in Crores

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
<u>Raw materials Consumed</u>		
Opening Stock	360.25	354.00
Purchases	3,094.70	2,783.99
Add: Adjustment arising from acquisition	-	12.25
Closing stock	(493.29)	(360.25)
	<b>2,961.66</b>	<b>2,789.99</b>
<u>Packing material Consumed</u>		
Opening Stock	28.61	23.87
Purchases	491.36	442.70
Closing stock	(44.05)	(28.61)
	<b>475.92</b>	<b>437.96</b>
<b>Cost of materials consumed</b>	<b>3,437.58</b>	<b>3,227.95</b>

### Note 35. (Increase)/decrease in inventories of finished goods, work-in-progress and traded goods

₹ in Crores

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
<b>Opening Stock</b>		
Work-in-progress	71.44	84.94
Finished goods	687.99	673.78
Traded goods	109.55	78.42
	<b>868.98</b>	<b>837.14</b>
Add: Adjustment arising from acquisition	-	9.57
Add: Stock Adjustment @	4.90	3.47
<b>Closing Stock</b>		
Work-in-progress	103.45	71.44
Finished goods	809.33	687.99
Traded goods	147.75	109.55
	<b>1,060.53</b>	<b>868.98</b>
<b>(Increase)/Decrease in inventories of finished goods, work-in-progress and traded goods</b>	<b>(186.65)</b>	<b>(18.80)</b>

@ Includes finished goods used for purposes other than sale.

## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Note 36. Employee benefits expense

₹ in Crores

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Salaries, wages and bonus	417.39	383.78
Contribution to provident and other funds (Refer Note 43)	31.99	35.34
Employee stock option plan (Refer Note 44)	2.90	2.19
Staff welfare expenses	32.86	31.19
<b>Total</b>	<b>485.14</b>	<b>452.50</b>

### Note 37. Finance Costs

₹ in Crores

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Interest on borrowings	24.87	31.53
Interest on lease liabilities (Refer Note 45)	18.96	14.31
Unwinding of discount on provisions (Refer Note 22)	0.27	1.20
<b>Total</b>	<b>44.10</b>	<b>47.04</b>

### Note 38. Depreciation and amortization expense

₹ in Crores

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Depreciation of property, plant and equipment (Refer Note 4)	155.29	139.52
Amortization of intangible assets (Refer Note 5)	3.15	2.61
Depreciation of right-of-use assets (Refer Note 45)	52.70	48.88
<b>Total</b>	<b>211.14</b>	<b>191.01</b>

### Note 39. Other expenses

₹ in Crores

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Freight and Forwarding Charges	458.77	402.81
Power and fuel	56.47	58.54
Consumption of stores and spare parts	9.17	10.08
Repairs		
- Plant and machinery	19.14	21.72
- Building	1.69	2.03
- Others	11.15	9.09
Rent (Refer Note 45)	5.54	7.27
Advertisement and Sales Promotion Expenses	229.43	261.56
Processing Charges	31.33	21.92
Rates and Taxes	6.88	7.53
Travelling	34.30	55.42
Insurance	10.37	9.28
Directors sitting fees *	0.00	-

\* Refer Note 55

## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Note 39. Other expenses (contd.)

₹ in Crores

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Foreign Exchange Loss (net)	14.76	7.58
Commission to Non-Executive Directors	0.57	0.61
Payment to Auditors (Refer Note 39.1)	1.38	1.22
Information Technology Expenses	31.16	28.01
Professional Fees	7.51	8.40
Retainership Fees	7.16	6.30
Bad Debts	17.57	5.67
Office Upkeep	57.99	54.68
Carrying & Forwarding Expenses	51.40	50.44
Subcontractor expenses	119.01	13.38
Printing & Stationery	3.47	5.13
CSR expenditure (Refer Note 39.2)	15.88	17.42
Miscellaneous Expenses	73.81	60.43
<b>Total</b>	<b>1,275.91</b>	<b>1,126.52</b>

### Note 39.1. Payment to Auditors

₹ in Crores

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
<b>As Auditor:</b>		
Audit fees and limited review fees	1.23	0.99
Tax audit fees	0.04	0.07
<b>In other capacity:</b>		
Miscellaneous certificates and other matters	0.10	0.14
Reimbursement of expenses	0.01	0.02
<b>Total</b>	<b>1.38</b>	<b>1.22</b>

### Note 39.2. Details of CSR expenditure:

₹ in Crores

Particulars		Year ended March 31, 2021	Year ended March 31, 2020
a) Gross amount required to be spent by the Group during the year		15.76	14.11
b) Amount spent during the year ended March 31, 2021: #	<b>In cash</b>	<b>Yet to be paid in cash@</b>	<b>Total</b>
(i) Construction / Acquisition of an asset	-	-	-
(ii) Purposes other than (i) above	14.16	1.72	15.88
<b>Total</b>	<b>14.16</b>	<b>1.72</b>	<b>15.88</b>

# Corporate Social Responsibility expensed ₹15.88 crores (March 31, 2020: ₹17.42 crores) includes programme run by the Holding Company for promoting employment enhancing vocational skill programme named 'iTrain'.

@ Represents CSR activity undertaken during the year for which contractual payment was made subsequent to the year-end.

## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Note 39.2. Details of CSR expenditure: (contd.)

₹ in Crores

	In cash	Yet to be paid in cash	Total
(c) Amount spent during the year ending March 31, 2020:			
(i) Construction/Acquisition of an asset	-	-	-
(ii) Purposes other than (i) above	17.42	-	17.42
<b>Total</b>	<b>17.42</b>	<b>-</b>	<b>17.72</b>

In compliance with the provisions laid under Section 135 of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014 and Companies (Corporate Social Responsibility Policy) Amendment Rules, 2021, there was no amount unspent for the year ended March 31, 2021.

Closing balance of excess amount spent during the year ₹0.12 crores (March 31, 2020: Nil).

### Note 40. Earnings per share (EPS)

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the Holding Company by the weighted average number of equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders of the Holding Company by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

The following table reflects the income and earning per share data used in the basic and diluted EPS computations:

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Net Profit after tax for calculation of Basic and Diluted Earnings Per Share (₹ in crores) (I)	719.72	656.10
Weighted average number of shares (II)		
- Basic	97,12,36,275	97,11,65,394
- Diluted (refer note below)	97,13,73,386	97,13,05,114
Earning per equity share [nominal value of ₹1 per share] [(I)/(II)]		
- Basic	7.41	6.76
- Diluted	7.41	6.75
<u>Effect of dilution:</u>		
Weighted average number of equity shares in calculating Basic Earnings Per Share	97,12,36,275	97,11,65,394
Dilution - Stock options granted under Employee stock option plan	1,37,111	1,39,720
Weighted average number of equity shares in calculating diluted EPS	97,13,73,386	97,13,05,114

### Note 41. Significant accounting judgements, estimates and assumptions

The preparation of the Group's consolidated Ind AS financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.



## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### **Judgements, Estimates and Assumptions**

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Group based its assumptions and estimates on parameters available when the consolidated Ind AS financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Group. Such changes are reflected in the assumptions when they occur. In the process of applying the Group's accounting policies, management has made the following judgements, estimates and assumptions, which have the most significant effect on the amounts recognised in the consolidated Ind AS financial statements.

### **Defined Employee Benefit Plans**

The cost and the present value of the defined benefit gratuity plan and other post-employment leave encashment benefit are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in future. These include the determination of appropriate discount rate, estimating future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date. For further details refer Note 43.

### **Fair value measurement of financial instruments and guarantees**

When the fair values of financial assets and financial liabilities recorded in the Balance Sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments. See Note 49 for further disclosures.

### **Depreciation on Property, Plant and Equipment**

Property, plant and equipment represent a significant proportion of the asset base of the Group. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual values of group's assets are determined by management at the time the asset is acquired and reviewed periodically, including at each financial year end. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life, such as changes in technology. Property, plant and equipment represent a significant proportion of the asset base of the Holding Company. The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual values of holding company's assets are determined by management at the time the asset is acquired and reviewed periodically, including at each financial year end. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life, such as changes in technology.

### **Impairment allowance on trade receivables**

The Group makes loss allowances for credit impaired debts based on an assessment of the recoverability of trade and other receivables. The identification of credit impaired debts enquires use of judgments and estimates. Where the expectation is different from the original estimate, such difference will impact the carrying value of the trade and other receivables and credit impaired debts expenses in the period in which such estimate has been changed.

## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Decommissioning Liability

Decommissioning Liability has been recognised for items of property plant and equipment built or installed on specified leasehold land the terms of which includes decommissioning of such assets on expiry of the lease prior to handing over to the lessor. The decommissioning costs as at the end of the lease period have been estimated based on current costs by the Holding Company's own technical experts and have been escalated to the end of the leasehold period using suitable inflation factors. The said escalated cost as at the end of the lease period is now discounted to the present value of such liability by applying Holding company's weighted average cost of capital.

### Impairment test for Goodwill

#### (a) Bolix S. A.

Goodwill of ₹204.66 crores had arisen on acquisition of Bolix S. A., a wholly owned step down subsidiary of the Holding Company in an earlier year. The Group assesses the goodwill for any indication of impairment at annual basis. Based on such assessment the impairment for goodwill has not been recognised.

The Group treats Bolix S. A. as one cash generating unit and goodwill relating to that business is tested annually for impairment. This testing is done by computing the value in use by using cash flow projections based on approved budget for 2021 (Previous Year: 2020) and financial forecast for the years 2022 – 2025 (Previous Year: 2021-2024). Based on such assessment the impairment for goodwill has not been recognised.

Key Assumptions used for value in use calculations are as follows:

Particulars	As at March 31, 2021	As at March 31, 2020
Average annual increase in cash flows during the forecast period (i.e., five years)	3.00%	6.30%
Growth rate used for extrapolation of cash flow projections beyond the five-year period (Previous year: five year)	0.00%	0.00%
Discount rate	7.50%	9.30%

#### (b) Others

The Group has Goodwill on consolidation arising from acquisition of STP Limited, Berger Hesse Wood Coatings Private Limited (formerly Saboo Hesse Wood Coatings Private Limited) and SBL Specialty Coatings Private Limited (formerly Saboo Coatings Private Limited). Based on assessment carried out impairment for goodwill has not been recognised.

### Revenue from combined contracts

The Company exercises judgement in estimating cost for recognizing revenue from combined contracts with customers. Losses on onerous contracts (if any) are recognized in the financial statements.

### Note 42. Information related to subsidiaries and joint ventures

The subsidiaries considered in the consolidated Ind AS financial statements are as follows:

Name of Company	Country of Incorporation	% Voting power As at March 31, 2021	% Voting power As at March 31, 2020	Accounting period
<b>Direct subsidiaries</b>				
Berger Jenson & Nicholson (Nepal) Private Limited	Nepal	100%	100%	14th March - 13th March
Beepee Coatings Private Limited	India	100%	100%	1st April - 31st March
Berger Paints (Cyprus) Limited	Cyprus	100%	100%	1st January - 31st December
Lusako Trading Limited	Cyprus	100%	100%	1st January - 31st December
SBL Specialty Coatings Private Limited (Formerly known as Saboo Coatings Private Limited)	India	100%	100%	1st April - 31st March

## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Note 42. Information related to subsidiaries and joint ventures (contd.)

The subsidiaries considered in the consolidated Ind AS financial statements are as follows:

Name of Company	Country of Incorporation	% Voting power As at March 31, 2021	% Voting power As at March 31, 2020	Accounting period
<b>Indirect subsidiaries</b>				
Berger Paints Overseas Limited [100% Subsidiary of Berger Paints (Cyprus) Limited ]	Russia	100%	100%	1st January - 31st December
Bolix S.A. (100% Subsidiary of Lusako Trading Limited)	Poland	100%	100%	1st January - 31st December
Build-Trade BIS sp. z.o.o. (100% Subsidiary of Bolix S.A.)	Poland	100%	100%	1st January - 31st December
Bolix UKRAINA sp. z.o.o. (100% Subsidiary of Bolix S.A.)	Ukraine	99%	99%	1st January - 31st December
Soltherm External Insulations Limited (100% Subsidiary of Bolix S.A.)	United Kingdom	100%	100%	1st January - 31st December
Soltherm Isolations Thermique Exterieur SAS (100% Subsidiary of Bolix S.A.)	France	100%	100%	1st January - 31st December
Berger Hesse Wood Coatings Private Limited	India	51%	51%	1st April - 31st March
Berger Rock Paints Private Limited	India	51%	51%	1st April - 31st March
STP Limited	India	95.53%	95.53%	1st April - 31st March
<b>Joint Ventures</b>				
Berger Becker Coatings Private Limited	India	48.98%	48.98%	1st April - 31st March
Berger Nippon Paint Automotive Coatings Private Limited	India	49.00%	49.00%	1st April - 31st March
Surefire Management Services Ltd (“SMS”).	United Kingdom	75.00%	75.00%	1st January - 31st December

There are no material transactions/events that have occurred between December 31/March 14 and March 31 which might have a material impact on the profitability or financial position on these consolidated Ind AS financial statements.

### Note 43. Gratuity and other post-employment benefit plans

#### (I) Defined benefit plans

##### (a) Gratuity

- (i) The following table summarizes the components of net defined benefit expense towards gratuity recognised in the Statement of Profit and Loss and OCI and the funded status and amounts recognised in the Balance Sheet.

₹ in Crores

	Particulars	As at March 31, 2021	As at March 31, 2020
<b>(A)</b>	<b>Changes in the present value of defined benefit obligation</b>		
	Present value of defined benefit obligation as at year beginning	53.91	44.18
	Current Service Cost	5.02	4.33
	Interest Cost	3.02	3.08
	<b>Remeasurements (gains)/losses</b>		
	-Actuarial (gains)/losses arising from changes in financial assumptions *	0.49	0.00
	-Actuarial (gains)/losses arising from changes in demographic assumption	0.66	4.51
	-Actuarial (gains)/losses arising from changes in experience adjustments	0.63	1.73
	Benefits Paid	(5.06)	(3.92)
	<b>Present value of defined benefit obligation as at year end</b>	<b>58.67</b>	<b>53.91</b>

\* Refer Note 55

## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Note 43. Gratuity and other post-employment benefit plans (contd.)

₹ in Crores

	Particulars	As at March 31, 2021	As at March 31, 2020
<b>(B)</b>	<b>Changes in fair value of plan assets</b>		
	Fair Value of Plan Assets as at year beginning	41.34	40.08
	Interest Income	3.18	2.84
	<b>Remeasurements (gains)/losses</b>		
	-Return on plan assets (excluding amount included in net Interest expense)	(0.29)	(1.19)
	Employer's Contribution	9.81	2.64
	Benefits Paid	(4.15)	(3.03)
	<b>Fair Value of Plan Assets as at year end</b>	<b>49.89</b>	<b>41.34</b>

₹ in Crores

	Particulars	As at March 31, 2021	As at March 31, 2020
<b>(C)</b>	<b>Amounts Recognised in the Balance Sheet</b>		
	Present value of defined benefit obligation at the year end	58.67	53.91
	Fair Value of the Plan Assets at the year end	49.89	41.34
	<b>(Liability) Recognised in the Balance Sheet</b>	<b>(8.78)</b>	<b>(12.57)</b>

₹ in Crores

	Particulars	Year ended March 31, 2021	Year ended March 31, 2020
<b>(D)</b>	<b>Expense recognised in the Statement of Profit and Loss:</b>		
	Current service cost	5.02	4.33
	Net Interest Cost/(Income)	(0.16)	0.24
	<b>Net Cost Recognised in the Statement of Profit and Loss</b>	<b>4.86</b>	<b>4.57</b>
	<b>Expense recognised in Other Comprehensive Income:</b>		
	Remeasurements (gains)/losses	1.49	9.14
	<b>Net Cost Recognised in the Other Comprehensive Income:</b>	<b>1.49</b>	<b>9.14</b>

(ii) The principal assumptions used in determining gratuity obligations for the Group's plans are shown below:

Significant Actuarial Assumptions	As at March 31, 2021	As at March 31, 2020
Discount Rate	6.70%	6.70%
Withdrawal Rate	3.00%	3.00%
Salary increase	6.00%	6.00%
Mortality Rate	Indian Assured Lives (Mortality 2006-08 modified) Ult	Indian Assured Lives (Mortality 2006-08 modified) Ult

The estimates of future salary increases considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

Assumptions regarding future mortality experience are set in accordance with the published statistics by the Actuary.

The discount rate is based on the government securities yield.

The Group assesses these assumptions with its projected long-term plans of growth and prevalent industry standards.

## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

(iii) Major category of Plan Assets of the fair value of the total plan assets are as follows:-

Particulars	As at March 31, 2021	As at March 31, 2020
Assets under scheme of insurance	100%	100%

(iv) A quantitative sensitivity analysis for significant assumptions are as shown below -

Assumptions	As at March 31, 2021		As at March 31, 2020	
	Discount rate		Discount rate	
Sensitivity Level	1% increase	1% decrease	1% increase	1% decrease
Impact on defined benefit obligation (₹ in crores)	(3.91)	4.52	(4.03)	4.66

Assumptions	As at March 31, 2021		As at March 31, 2020	
	Future Salary increase		Future Salary increase	
Sensitivity Level	1% increase	1% decrease	1% increase	1% decrease
Impact on defined benefit obligation (₹ in crores)	4.35	(3.84)	4.49	(3.98)

### Impact on defined benefit obligation

Sensitivity for significant actuarial assumptions is computed by varying one actuarial assumption used for the valuation of the defined benefit obligation by one percentage, keeping all other actuarial assumptions constant. The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to the prior period.

#### (v) Risk Exposure

Since the employees gratuity fund is a defined benefit plan the liability to be provided will be subject to interest rate risk since the future valuation of benefit depends upon the yield of government bonds for matching maturities

#### (vi) Defined Benefit Liability and Employer Contributions

Since the employees gratuity fund is a defined benefit plan maintained by the Life Insurance Corporation of India the return is generated from a pool of assets invested by them and any deficit in the liability and return on plan assets is funded by the Group on a yearly basis

(vii) The Group expects to contribute ₹4.57 crores (March 31, 2020: ₹9.30 crores) to gratuity during the subsequent accounting year.

#### (viii) Maturity profile of the defined benefit obligation

Particulars	As at March 31, 2021	As at March 31, 2020
Weighted Average duration of the defined benefit obligation	9 - 12 Years	9 - 12 Years
	₹ in Crores	₹ in Crores
Within the next 12 months (next annual reporting period)	3.80	3.48
Between 2 and 5 years	21.35	20.59
Between 5 and 10 years	42.30	34.62

#### (b) Provident Fund

Provident Fund for certain eligible employees is administered by the Holding Company through "Berger Paints Provident Fund (Covered)" as per the provisions of the Employees' Provident Funds and Miscellaneous Provisions Act, 1952. The Rules for such a trust provide that in a provident fund set up by the employer, any shortfall in the rate of interest on member contributions as

## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

compared to the relevant rate of interest declared by the Government of India for this purpose will have to be met by the employer. Such provident fund would in effect be a defined benefit plan in accordance with the requirement of Ind AS 19 - Employee Benefits.

The Actuary has carried out actuarial valuation of interest rate guarantee obligations as at the Balance Sheet date using Projected Unit Credit Method and Deterministic Approach as outlined in the Professional Guidance Note 29 issued by the Institute of Actuaries of India. Based on such valuation, there is no future anticipated shortfall with regards to interest rate guarantee obligation of the Holding Company as at the balance sheet date. Further during the year, the Holding Company's contribution of ₹6.25 crores (March 31, 2020: ₹6.57 crores) to the Provident Fund Trust, has been expensed under "Contribution to Provident and Other Funds". Disclosures given hereunder are restricted to the information available as per the Actuary's report.

Particulars	As at March 31, 2021	As at March 31, 2020
Discount rate	6.70%	6.70%
Expected rate of return on Plan Assets	8.50%	8.50%

### (II) Defined contribution plans

During the year, the Group has recognised the following amounts in the Statement of Profit and Loss for defined contribution plans:

₹ in Crores

Particulars	As at March 31, 2021	As at March 31, 2020
Provident and Family Pension Fund (applicable for eligible employees whose provident fund accounts are maintained with the Regional Provident Fund Commissioner)	3.06	2.13
Superannuation Fund	2.01	2.28

### Note 44. Employee Stock Option Plan

#### Berger Paints India Limited Employee Stock Option Plan 2016

The Berger Paints India Limited – Employee Stock Option Plan 2016 [‘the Plan’] was approved at the Annual General Meeting of the Parent Company held on 3rd August, 2016. The objective of the plan is to:

- 1) Attract, retain and motivate Employees,
- 2) Create and share wealth with the Employees,
- 3) Recognise and reward employee performance with shares and
- 4) Encourage employees to align individual performance with the objective of the Group. The terms and conditions of the Plan is reproduced below:
  - a) “Vesting Date” means the date on and from which the Option vests with the Participant and thereby becomes exercisable.
  - b) “Exercise Date” means the date on which the Participant exercises his Vested Options and in case of partial Exercise shall mean each date on which the Participant exercises part of his Vested Options.
  - c) “Vesting Period” means the period during which the Vesting of the Option granted to the Participant in pursuance of the Plan takes place.
  - d) “Exercise Period” means a period of 3 years from the Vesting Date as defined above of the Plan within which the Vested Options can be exercised in pursuance of the Plan.
  - e) The Exercise Price of an Option shall be the face value of ₹1/- per Share
  - f) Cashless exercise of the Options are not permitted under the Plan. Participants to pay full Aggregate Exercise Price upon the Exercise of the Vested Options.



## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Note 44. Employee Stock Option Plan (contd.)

- g) Subject to Participant's continued employment as defined in Clause 14 of the Plan the Unvested Options shall vest with the Participant automatically in accordance with the following schedule: a) 33% of the total Options granted, rounded up to the nearest whole number, shall vest on the first anniversary of the Grant Date; b) further 33% of the total Options granted, rounded up to the nearest whole number, shall vest on the second anniversary of the Grant Date and c) balance 34% of the total Options granted, rounded up to the whole number such that the total number of Options vested shall add up to 100%, shall vest on the third anniversary of the Grant Date.
- h) The Date of grant of options : 9th November, 2016, 9th November, 2017, 9th November, 2019 and 10th February, 2021.

	Particulars	As at March 31, 2021	As at March 31, 2020
a	Number of Stock Options outstanding (ESOP Plan 2016: Grant I)	-	-
	Number of Stock Options outstanding (ESOP Plan 2016: Grant II)	-	47,968
	Number of Stock Options outstanding (ESOP Plan 2016: Grant III)	58,729*	92,138
	Number of Stock Options outstanding (ESOP Plan 2016: Grant IV)	79,028	-
		<b>137,757</b>	<b>140,106</b>

\*130 options being already vested out of total 58,729 options in force is exercisable at the end of the financial year.

	Particulars	As at March 31, 2021	As at March 31, 2020
b.	Number of Options granted during the year		
	ESOP Plan 2016: Grant III	-	94,224
	ESOP Plan 2016: Grant IV	80,648	-
c.	Number of Options vested (ESOP Plan 2016: Grant I)	-	41,701
	Number of Options vested (ESOP Plan 2016: Grant II)	45,328	48,368
	Number of Options vested (ESOP Plan 2016: Grant III)	30,059	-
	Number of Options vested (ESOP Plan 2016: Grant IV)	-	-
		<b>75,387</b>	<b>90,069</b>
d.	Number of Options exercised (ESOP Plan 2016 : Grant I)	-	41,701
	Number of Options exercised (ESOP Plan 2016 : Grant II)	45,328	48,368
	Number of Options exercised (ESOP Plan 2016 : Grant III)	29,929	-
	Number of Options exercised (ESOP Plan 2016 : Grant IV)	-	-
		<b>75,257</b>	<b>90,069</b>
e.	Number of Shares arising on exercise (ESOP Plan 2016: Grant I)	-	41,701
	Number of Shares arising on exercise (ESOP Plan 2016: Grant II)	45,328	48,368
	Number of Shares arising on exercise (ESOP Plan 2016: Grant III)	29,929	-
	Number of Shares arising on exercise (ESOP Plan 2016: Grant IV)	-	-
		<b>75,257</b>	<b>90,069</b>
f.	Number of Options lapsed (ESOP Plan 2016: Grant I)	-	462
	Number of Options lapsed (ESOP Plan 2016: Grant II)	2,640	2,160
	Number of Options lapsed (ESOP Plan 2016: Grant III)	3,478	2,086
	Number of Options lapsed (ESOP Plan 2016: Grant IV)	1,620	-
		<b>7,738</b>	<b>4,708</b>
g.	Variation of terms of Option	None during the period	None during the period

## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Note 44. Employee Stock Option Plan (contd.)

	Particulars	As at March 31, 2021	As at March 31, 2020
h.	Total Number of Options in force (ESOP Plan 2016: Grant I)	-	-
	Total Number of Options in force (ESOP Plan 2016: Grant II)	-	47,968
	Total Number of Options in force (ESOP Plan 2016: Grant III)	58,729*	92,138
	Total Number of Options in force (ESOP Plan 2016: Grant IV)	79,028	-
		<b>1,37,757</b>	<b>1,40,106</b>

\*130 options being already vested out of total 58,729 options in force is exercisable at the end of the financial year.

i.	Weighted Average exercise price of the Share Options in (₹)		
	Outstanding at the beginning of the year	1	1
	Granted during the year	1	1
	Forfeited during the year	-	-
	Exercised during the year	1	1
	Expired during the year	1	1
	Outstanding at the end of the year	1	1
	Exercisable at the end of the period	1	1
j.	Weighted Average share price of options exercised during the year on the date of exercise	₹1	₹1
k.	Weighted Average fair value of the Options granted during the year		
	i. ESOP Plan 2016 Grant I	NA	NA
	ii. ESOP Plan 2016 Grant II	NA	NA
	iii. ESOP Plan 2016 Grant I (Fair value as on 31.03.2020)	NA	491.16
	iv. ESOP Plan 2016 Grant II (Fair value as on 31.03.2021)	757.05	NA
l.	A description of the method and significant assumptions used during the year to estimate the fair value of Options granted, including the following weighted average information:-		
	The Black Scholes Option Pricing Model for dividend paying stock has been used to compute the fair value of the Options. The significant assumptions are:		
	i. Date of grant		
	a. ESOP Plan 2016	10.02.2021	09.11.2019
	ii. Weighted average share price	₹765.00	₹497.95
	iii. Exercise Price	₹1	₹1
	iv. Risk Free Interest rate	6.18%	6.14%
	v. Expected Life:		
	a. For options vested on 09.11.2017	-	0.61 years
	b. For options vested on 09.11.2018	0.61 years	1.61 years
	c. For options yet to be vested on 09.11.2020	2.61 years	3 years from the vesting day
	d. For options yet to be vested	3 years from the vesting day	-

## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Note 44. Employee Stock Option Plan (contd.)

Particulars	As at March 31, 2021	As at March 31, 2020
vi. Expected Volatility	21.75%	21.59%
vii. Expected dividend yield	0.24%	0.34%
viii. Weighted Average fair value as on grant date		
a. ESOP Plan 2016 (Grant I) - 09.11.2016	-	₹229.10
b. ESOP Plan 2016 (Grant II) - 09.11.2017	₹247.75	₹247.75
c. ESOP Plan 2016 (Grant III) - 09.11.2019	₹479.59	₹479.59
d. ESOP Plan 2016: (Grant IV) - 10.02.2021	₹755.76	-
ix. The price of the underlying share in the market at the time of option grant:		
a. ESOP Plan 2016 (Grant I) - 09.11.2016	-	₹234.85
b. ESOP Plan 2016: (Grant II) - 09.11.2017	₹253.70	₹253.70
c. ESOP Plan 2016: (Grant III) - 09.11.2019	₹485.40	₹485.40
d. ESOP Plan 2016: (Grant IV) - 10.02.2021	₹762.15	-
x. Time to maturity		
a. ESOP 2016 Plan (Grant I) vested on 09.11.2017	-	0.61 years
b. ESOP 2016 Plan (Grant II) vested on 09.11.2018	0.61 years	1.61 years
c. ESOP 2016 Plan (Grant III) vested on 09.11.2020	2.61 years	3 years from the vesting day
d. ESOP 2016 Plan (Grant IV) (yet to be vested)	3 years from the vesting day	-

Expected volatility during the expected term of the ESOP is based on historical volatility of the observed market prices of the Holding Company's publicly traded equity shares during a period equivalent to the expected term of the ESOP.

The fair values of our ESOP are based on the market value of our stock on the date of grant.

- m. The following table summarizes information about Share Options outstanding as at year end:-

Range of exercise prices per option (₹)	As at March 31, 2021		
	No. of options outstanding	Weighted average remaining contractual life	Weighted average exercise price (₹)
NA	-	NA	NA
1	-	0.61 years	1
1	58,729	2.61 years	1
1	79,028	Yet to vested	1

Range of exercise prices per option (₹)	As at March 31, 2020		
	No. of options outstanding	Weighted average remaining contractual life	Weighted average exercise price (₹)
1	-	0.61 years	1
1	47,968	1.61 years	1
1	92,138	Yet to be vested	1
NA	-	NA	NA

## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Note 45. Group as a lessee

- a. The Group has lease contracts for various depots, head office and leasehold lands used in its operations. Leases of building generally have lease terms between 2 and 15 years, while leasehold land generally have lease terms between 20 and 99 years.

The Group also has certain leases of buildings with lease terms of 12 months or less. The Group applies the 'short-term lease' recognition exemptions for these leases.

(i) Set out below are the carrying amounts of right-of-use assets recognised and the movements during the period:

₹ in Crores

Particulars	Buildings	Leasehold lands	Total
<b>As at April 1, 2019</b>	<b>249.77</b>	<b>18.46</b>	<b>268.23</b>
Additions	58.52	44.82	103.34
Add: Adjustment arising from acquisition	3.66	1.52	5.18
Less: Deletions/Termination	20.07	-	20.07
Less: Depreciation charge	47.53	1.35	48.88
<b>As at March 31, 2020</b>	<b>244.35</b>	<b>63.45</b>	<b>307.80</b>
Additions	74.02	12.31	86.33
Less: Deletions/Termination	6.90	-	6.90
Less: Depreciation charge	51.90	0.80	52.70
<b>As at March 31, 2021</b>	<b>259.57</b>	<b>74.96</b>	<b>334.53</b>

Title deeds of immovable properties mentioned above, are in the name of the Holding Company except those mentioned below which were transferred to and vested in the Holding Company pursuant to the respective Schemes of Arrangement in earlier years.

Particulars	No. of title deeds	Gross Carrying Amount (₹ in Crores)		Net Carrying Amount (₹ in Crores)		Held in the name of
		As at March 31, 2021	As at March 31, 2020	As at March 31, 2021	As at March 31, 2020	
Leasehold land at Panaji, Goa	1	0.35	0.35	0.27	0.27	Rajdoot Paints Private Limited
Leasehold land at Sikandrabad, Uttar Pradesh	1	0.27	0.27	0.14	0.14	Rajdoot Paints Private Limited
Leasehold land at Chandigarh	1	0.05	0.05	0.03	0.03	Rajdoot Paints Private Limited

(ii) Set out below are the carrying amounts of lease liabilities and the movements during the period:

₹ in Crores

Particulars	Year Ended March 31, 2021	Year Ended March 31, 2020
<b>At Amortised Cost</b>		
<b>Opening Balance</b>	231.01	232.89
Additions	86.33	111.96
Add: Adjustment arising from acquisition	-	2.99
Accretion of interest	18.96	14.31
Deletions/ termination	(11.03)	(20.05)
Payments	(75.28)	(111.09)
<b>Closing Balance</b>	<b>249.99</b>	<b>231.01</b>
Current	60.62	41.99
Non-current	189.37	189.02

## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

The maturity analysis of lease liabilities are disclosed in Note 50.

The effective interest rate for lease liabilities is 10%, with maturity between 2020-2031.

The following are the amounts recognised in the Statement of Profit and Loss:

₹ in Crores		
Particulars	Year Ended March 31, 2021	Year Ended March 31, 2020
Depreciation expense of right-of-use assets	52.70	48.88
Interest expense on lease liabilities	18.96	14.31
Gain on early termination of lease	(2.04)	-
Expense relating to short term leases (included in other expenses)	5.54	7.27
<b>Total amount recognised in the Statement of Profit and Loss</b>	<b>75.16</b>	<b>70.46</b>

The Group had total cash outflows for leases of ₹68.10 crores (March 31, 2020: ₹118.35 crores).

The Group does not face a significant liquidity risk with regards to its lease liabilities as the current assets are sufficient to meet the obligation related to the lease liabilities as and when they fall due.

Rental Expenses recorded for the short term leases is ₹5.54 crores ( March 31,2020: ₹7.27 crores).

The table below provides details regarding the contractual maturities of lease liabilities as on undiscounted basis:

₹ in Crores		
Particulars	Year ended March 31, 2021	Year ended March 31, 2020
Less than one year	54.27	57.92
More than one year but less than five years	154.03	161.95
More than five years	55.45	65.80

### b. Group as a lessor

The Holding Company has given Color Bank (tinting machines) on operating lease to its dealers. The Group Company enters into 3-5 years cancellable lease agreements. However the corresponding lease rentals may be receivable for a shorter period or may be waived off/refunded on achievement of certain sales targets by the concerned dealers. The minimum aggregate lease payments to be received in future is considered as ₹ Nil. Accordingly the disclosure of the minimum lease payments receivable at the Balance sheet date is not made. The amounts received from customers pending to be refunded back are recognised as liabilities and are included in "Deposits" under "Other financial liabilities" in Note 27. Also refer Note 4.

## Note 46

### Commitment and Contingent Liabilities

#### a. Commitments

₹ in Crores		
Particulars	As at March 31, 2021	As at March 31, 2020
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	465.58	47.71

## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Note 46 (contd.)

#### b. Contingent Liabilities

(i) Claims against the Group not acknowledged as debts:

₹ in Crores

Particulars	As at March 31, 2021	As at March 31, 2020
<b>Legal claim contingency</b>		
Sales Tax	21.77	42.11
Excise Duty, Service Tax, Customs	18.40	22.80
Income Tax	0.73	4.49
	<b>40.90</b>	<b>69.40</b>

The Group has been advised by its lawyers that none of the claims are tenable and is therefore contesting the same and hence has not been provided for in the books. The future cash flows on account of the above cannot be determined unless the judgements/decisions are received from the ultimate judicial forums. No reimbursements is expected to arise to the Holding Company in respect of above cases.

₹ in Crores

Particulars	As at March 31, 2021	As at March 31, 2020
<b>Guarantees excluding financial guarantees</b>		
ii. Outstanding Bank Guarantees	142.99	95.43
<b>Financial guarantees</b>		
iii. Corporate guarantees issued by the Holding Company to a bank for loan taken by a joint venture. Total value of guarantee provided by the Holding Company is ₹25 crores (March 31, 2020: ₹25 crores) and the outstanding balance of loan in the books of the joint venture is ₹5.96 crores (March 31, 2020: ₹4.45 crores) which has been disclosed under contingent liabilities. [Refer note (a) below]	5.96	4.45

a) The loan is utilised by the said joint venture for their business purposes. Also refer Notes 22 and 47b (B).

#### iv. Others

The Holding Company continues to provide such support as may be necessary to its joint venture (Berger Nippon Paint Automotive Coatings Pvt. Ltd.) to enable it to continue with their present scale of operations and meet its commitments.

### 47a. Related Party Transactions

#### List of Related Parties

##### I. Ultimate Holding Company:

Name of related party	Nature of relationship	Principal place of business
U K Paints (India) Private Limited *	Ultimate Holding Company	India

\* The party holds more than 10% of the equity shares in the company. (refer Note 19d).

The Principal activity of the entity mentioned above is "Manufacturing Paints and other related product"



## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### II. Other related parties with whom transactions have taken place during the year:

#### a) Key Management Personnel

Name of related parties	Nature of relationship
Mr Kuldeep Singh Dhingra	Director
Mr Gurbachan Singh Dhingra	Director
Mr Kanwardip Singh Dhingra	Executive director and relative of Mr Gurbachan Singh Dhingra
Ms Rishma Kaur	Executive director and relative of Mr Kuldeep Singh Dhingra
Mr Abhijit Roy	Managing Director & CEO
Mr Srijit Dasgupta	Director - Finance & Chief Financial Officer
Mr Aniruddha Sen	Senior Vice President & Company Secretary till March 31,2020
Mr Arunito Ganguly	Vice President & Company Secretary w.e.f. April 1,2020
Mr Naresh Gujral	Independent Director
Mrs Sonu Halan Bhasin	Independent Director
Mr Anoop Hoon	Independent Director
Dr Anoop Kumar Mittal	Independent Director

#### b) Others

Name of related parties	Nature of relationship
Berger Becker Coatings Private Limited	Joint Venture of the Group
Berger Nippon Paint Automotive Coatings Private Limited	Joint Venture of the Group
Jenson & Nicholson (Asia) Limited *	Fellow Subsidiary
Berger Paints (Bangladesh) Limited	Fellow Subsidiary
Citland Commercial Credits Limited	Fellow Subsidiary
Wang Investment & Finance Private Limited	Fellow Subsidiary
Kanwar Properties Private Limited	Fellow Subsidiary
Berger Paints Provident Fund (Covered)	Post-employment benefit plan of the Parent Company
Berger Paints Officers (Non-Management Category) Superannuation Fund	Post-employment benefit plan of the Parent Company
Berger Paints India Limited Employees Gratuity Fund	Post-employment benefit plan of the Parent Company
Berger Paints Management Staff Superannuation Fund	Post-employment benefit plan of the Parent Company
BAICL Employees Superannuation Fund	Post-employment benefit plan of the Parent Company
BAICL Employees Gratuity Fund	Post-employment benefit plan of the Parent Company
Seaward Packaging Private Limited	Entity controlled by Key Managerial Personnel
Flex Properties Private Limited	Entity controlled by Key Managerial Personnel
Kay Dee Farms Private Limited	Entity controlled by Key Managerial Personnel
Malibu Estate Private Limited	Entity controlled by Key Managerial Personnel
Wazir Estates Private Limited	Entity controlled by Key Managerial Personnel
Bigg Investment & Finance Private Limited	Entity controlled by Key Managerial Personnel
KSD Family Trust	Mr Kuldeep Singh Dhingra - Settlor Trustee
GBS Dhingra Family Trust	Mr Gurbachan Singh Dhingra - Settlor Trustee
Mrs Meeta Dhingra	Spouse of Mr Kuldeep Singh Dhingra

\* The party holds more than 10% of the equity shares in the Company. (Refer Note 19d)

## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### 47a. Related Party Transactions (contd.)

Name of related parties	Nature of relationship
Mrs Vinu Dhingra	Spouse of Mr Gurbachan Singh Dhingra
Mrs Jessima Kumar	Daughter of Mr Kuldip Singh Dhingra
Ms Dipti Dhingra	Daughter of Mr Kuldip Singh Dhingra
Mrs Sunaina Kohli	Daughter of Mr Gurbachan Singh Dhingra
Mrs Anshna Sawhney	Daughter of Mr Gurbachan Singh Dhingra

### 47b. Disclosure in respect of Related Parties pursuant to Ind AS 24

#### A. During the year the following transactions were carried out with the related parties in the ordinary course of business:

₹ in Crores

Transaction	Related Party	Year ended March 31, 2021	Year ended March 31, 2020		
Sale of Goods (includes sale of raw materials, packing materials, intermediates, traded goods and stores)	Berger Becker Coatings Private Limited	2.70	2.22		
	Berger Nippon Paint Automotive Coatings Private Limited	13.84	24.44		
	Wazir Estates Private Limited *	0.00	-		
	Berger Paints (Bangladesh) Limited	0.16	0.06		
	U K Paints (India) Private Limited *	0.28	0.26		
	Mr Kuldip Singh Dhingra	0.02	0.07		
	Mr Gurbachan Singh Dhingra	0.01	0.01		
	Mr Kanwardip Singh Dhingra	0.01	-		
	Seaward Packaging Private Limited	0.07	0.05		
Consultancy Income	Berger Paints (Bangladesh) Limited	0.22	-		
Purchase of Goods (includes purchase of raw materials, packing materials and traded goods)	U K Paints (India) Private Limited	90.17	82.16		
	Berger Becker Coatings Private Limited	0.41	0.42		
	Seaward Packaging Private Limited	66.43	51.73		
	Berger Nippon Paint Automotive Coatings Private Limited	1.32	2.27		
	Processing Charges	U K Paints (India) Private Limited	28.25	21.31	
		Rent Expenses	U K Paints (India) Private Limited	1.35	1.68
			Flex Properties Private Limited	0.16	0.16
	Kanwar Properties Private Limited		0.55	0.61	
		Berger Nippon Paint Automotive Coatings Private Limited	0.06	0.06	
	Mrs Meeta Dhingra	0.07	0.05		
	Mrs Vinu Dhingra	0.07	0.05		
	Mr Kuldip Singh Dhingra	0.16	0.19		
	Mr Gurbachan Singh Dhingra	0.16	0.19		
Processing Income	Berger Nippon Paint Automotive Coatings Private Limited	5.14	3.82		
Rendering of Manpower Services	U K Paints (India) Private Limited	0.10	0.16		
	Berger Becker Coatings Private Limited	0.05	0.17		
Manpower Service Expenses	U K Paints (India) Private Limited	0.14	-		
Warehouse Rental Income	Berger Nippon Paint Automotive Coatings Private Limited	0.02	-		
	Berger Becker Coatings Private Limited	0.01	-		

\*Refer Note 55

## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

## 47b. Disclosure in respect of Related Parties pursuant to Ind AS 24 (contd.)

₹ in Crores

Transaction	Related Party	Year ended March 31, 2021	Year ended March 31, 2020
Contribution to Provident Fund	Berger Paints Provident Fund (Covered)	17.30	17.17
Contribution to Gratuity Fund	BAICL Employees Gratuity Fund	0.23	0.17
Contribution to Superannuation Fund	Berger Paints Officers (Non-Management Category) Superannuation Fund	0.51	0.61
	Berger Paints Management Staff Superannuation Fund	1.46	1.64
	BAICL Employees Superannuation Fund	0.05	0.06
Directors Commission & Fees	Mr Kuldeep Singh Dhingra	0.15	0.20
	Mr Gurbachan Singh Dhingra	0.08	0.12
	Mr Naresh Gujral	0.06	0.08
	Mrs Sonu Halan Bhasin	0.06	0.09
	Mr Anoop Hoon	0.06	0.09
	Dr Anoop Kumar Mittal	0.06	0.09
	Mr Kamal Ranjan Das	-	0.04
	Mr Dharendra Swarup	-	0.01
	Mr Gopal Krishna Pillai	-	0.01
Equity Contribution	Berger Nippon Paint Automotive Coatings Private Limited	19.60	-
Key Management Personnel Compensation	Mr Abhijit Roy	4.30	4.03
	Mr Srijit Dasgupta	1.84	1.74
	Mr Aniruddha Sen	-	1.27
	Mr Arunito Ganguly	0.46	-
	Mr Kanwardip Singh Dhingra	0.52	0.50
	Ms Rishma Kaur	0.52	0.50
Dividend Payment	U K Paints (India) Private Limited	13.50	184.89
	Jenson & Nicholson (Asia) Limited	3.32	53.45
	Others	2.81	38.52
Dividend Receipt	Berger Becker Coatings Private Limited	3.92	-

## B. Balances outstanding at the year end (including commitments):

₹ in Crores

Outstanding	Related Party	As at March 31, 2021	As at March 31, 2020
Payable	U K Paints (India) Private Limited	39.10	24.31
	Seaward Packaging Private Limited	24.92	14.48
	Berger Paints Officers (Non-Management Category) Superannuation Fund	-	0.05
	Berger Paints Management Staff Superannuation Fund	-	0.14
	BAICL Employees Superannuation Fund	-	0.01
	Wazir Estates Private Limited *	0.00	0.00
	Kanwar Properties Private Limited *	0.00	-
	Mr Abhijit Roy	0.65	0.57
	Mr Srijit Dasgupta	0.08	0.08
	Mr Aniruddha Sen	-	0.04

\*Refer Note 55

## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### 47b. Disclosure in respect of Related Parties pursuant to Ind AS 24 (contd.)

₹ in Crores

Outstanding	Related Party	As at March 31, 2021	As at March 31, 2020
	Mr Arunito Ganguly	0.01	-
	Mr Kanwardip Singh Dhingra	0.01	0.01
	Ms Rishma Kaur	0.01	0.01
	Mr Naresh Gujral	0.06	0.07
	Mr Anoop Hoon	0.06	0.07
	Mrs Sonu Halan Bhasin	0.06	0.07
	Mr Kamal Ranjan Das	-	0.03
	Dr Anoop Kumar Mittal	0.06	-
	Mr Kuldip Singh Dhingra	0.15	0.18
	Mr Gurbachan Singh Dhingra	0.08	0.10
<b>Receivable</b>	Berger Becker Coatings Private Limited	0.32	1.72
	Berger Nippon Paint Automotive Coatings Private Limited	11.22	16.79
	Berger Paints (Bangladesh) Limited	0.46	0.42
	Wang Investment & Finance Private Limited	0.09	-
<b>Security Deposit Receivable</b>	U K Paints (India) Private Limited	0.22	0.22
	Kanwar Properties Private Limited	0.08	0.08
	Mr Kuldip Singh Dhingra	0.01	0.01
	Mr Gurbachan Singh Dhingra	0.01	0.01
<b>Corporate Guarantee outstanding</b> [Also Refer Note 46b(iii) for details of security given]	Berger Becker Coatings Private Limited	5.96	4.45

### C. Details of remuneration to Key Managerial Personnel is given below

₹ in Crores

Particulars	Year ended March 31, 2021	Year ended March 31, 2020
- Short-term employee benefits	6.71	7.05
- Post employment benefits	0.71	0.73
- Share based payment	0.22	0.27
	<b>7.64</b>	<b>8.05</b>

The amounts disclosed in the table are the amounts recognised as an expense during the reporting period related to key management personnel. No share options have been granted to the non-executive members of the Board of Directors under this scheme. Refer to Note 44 for further details of the scheme.

#### Notes:

Terms and conditions of transactions with related parties:

The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and interest free and settlement occurs in cash except as otherwise mentioned.

## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

## 48(a) Disclosure of additional information pertaining to the Holding Company, Subsidiaries and Joint Ventures

Entity Name	As at March 31, 2021		As at March 31, 2021		As at March 31, 2021		As at March 31, 2021	
	Net assets		Share of Profit/Loss		OCI		TCI	
	% of consolidated assets	Amount (₹ in Crores)	% of consolidated profit and loss	Amount (₹ in Crores)	% of consolidated OCI	Amount (₹ in Crores)	% of consolidated TCI	Amount (₹ in Crores)
<b>Holding</b>								
Berger Paints India Limited	95.71	3,238.67	96.01	691.06	0.69	0.09	94.39	691.15
<b>Indian Subsidiaries</b>								
1) Beepee Coatings Private Limited	0.37	12.55	(0.13)	(0.97)	(6.17)	(0.78)	(0.24)	(1.75)
2) SBL Specialty Coatings Private Limited	1.49	50.48	2.23	16.08	1.23	0.15	2.22	16.23
3) Berger Rock Paints Private Limited	(0.15)	(5.13)	(0.10)	(0.73)	0.04	0.01	(0.10)	(0.72)
4) Berger Hesse Wood Coatings Private Limited	(0.07)	(2.30)	(0.01)	(0.06)	(0.17)	(0.02)	(0.01)	(0.08)
5) STP Limited	3.27	110.63	1.01	7.28	(3.61)	(0.46)	0.93	6.82
<b>Foreign Subsidiaries</b>								
1) Berger Jenson & Nicholson (Nepal) Private Limited	4.57	154.79	3.90	28.10	-	-	3.84	28.10
2) Berger Paints (Cyprus) Limited consolidated with Berger Paints Overseas Limited	(2.41)	(81.65)	(4.68)	(33.78)	-	-	(4.61)	(33.78)
3) Lusako Trading Limited consolidated with Bolix S.A. & Group *	(2.84)	(96.17)	2.54	18.28	-	-	2.50	18.28
<b>Joint Ventures</b>								
1) Berger Becker Coatings Private Limited	-	-	0.94	6.76	-	-	0.92	6.76
2) Berger Nippon Paint Automotive Coatings Private Limited	-	-	(1.69)	(12.19)	-	-	(1.67)	(12.19)
3) Surefire Management Services Ltd ("SMS"). #	-	-	(0.02)	(0.11)	-	-	(0.02)	(0.11)
Non-controlling Interest	0.21	7.06	-	-	(0.24)	(0.03)	(0.00)	(0.03)
Foreign Currency Translation Reserve	(0.15)	(5.00)	-	-	108.23	13.57	1.85	13.57
	<b>100.00</b>	<b>3,383.93</b>	<b>100.00</b>	<b>719.72</b>	<b>100.00</b>	<b>12.53</b>	<b>100.00</b>	<b>732.25</b>

\* Group includes Build-Trade sp. z.o.o., Bolix UKRAINA sp. z.o.o., Soltherm External Insulations Limited and Soltherm Isolations Thermique Exterieur SAS.

# On 9 January 2018, purchase of shares in Surefire Management Services Ltd. was finalised. Bolix holds 75% of shares in Surefire Management Services Ltd.

**Note:** The above figures are after eliminating intra group transactions and intra group balances as on March 31, 2021.

## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### 48(b) Disclosure of additional information pertaining to the Holding Company, Subsidiaries and Joint Ventures

Entity Name	As at March 31, 2020		As at March 31, 2020		As at March 31, 2020		As at March 31, 2020	
	Net assets		Share of Profit/Loss		OCI		TCI	
	% of consolidated assets	Amount (₹ in Crores)	% of consolidated profit and loss	Amount (₹ in Crores)	% of consolidated OCI	Amount (₹ in Crores)	% of consolidated TCI	Amount (₹ in Crores)
<b>Holding</b>								
Berger Paints India Limited	96.32	2,568.41	90.70	595.10	34.32	(6.52)	92.38	588.58
<b>Indian Subsidiaries</b>								
1) Beepee Coatings Private Limited	0.54	14.31	0.24	1.59	0.27	(0.05)	0.24	1.54
2) SBL Specialty Coatings Private Limited	1.28	34.24	2.40	15.73	1.21	(0.23)	2.43	15.50
3) Berger Rock Paints Private Limited	(0.17)	(4.41)	(0.14)	(0.95)	-	-	(0.15)	(0.95)
4) Berger Hesse Wood Coatings Private Limited	(0.07)	(1.83)	0.02	0.11	0.42	(0.08)	0.00	0.03
5) STP Limited	3.89	103.82	0.23	1.48	(0.23)	0.04	0.24	1.52
<b>Foreign Subsidiaries</b>								
1) Berger Jenson & Nicholson (Nepal) Private Limited	4.76	127.09	7.39	48.48	-	-	7.61	48.48
2) Berger Paints (Cyprus) Limited consolidated with Berger Paints Overseas Limited	(2.26)	(60.17)	(0.80)	(5.29)	-	-	(0.83)	(5.29)
3) Lusako Trading Limited consolidated with Bolix S.A. & Group *	(3.86)	(102.76)	1.24	8.14	-	-	1.28	8.14
<b>Joint Ventures</b>								
1) Berger Becker Coatings Private Limited	-	-	0.92	6.03	-	-	0.95	6.03
2) Berger Nippon Paint Automotive Coatings Private Limited	-	-	(2.20)	(14.43)	-	-	(2.26)	(14.43)
3) Surefire Management Services Ltd (“SMS”). #	-	-	0.02	0.11	-	-	0.02	0.11
Non controlling Interest	0.27	7.11	-	-	0.53	(0.10)	(0.02)	(0.10)
Foreign Currency Translation Reserve	(0.70)	(18.57)	-	-	63.49	(12.06)	(1.89)	(12.06)
	<b>100.00</b>	<b>2,667.24</b>	<b>100.00</b>	<b>656.10</b>	<b>100.00</b>	<b>(19.00)</b>	<b>100.00</b>	<b>637.10</b>

\* Group includes Build-Trade sp. z.o.o., Bolix UKRAINA sp. z.o.o., Soltherm External Insulations Limited and Soltherm Isolations Thermique Exterieure SAS.

# On 9 January 2018, purchase of shares in Surefire Management Services Ltd. was finalised. Bolix holds 75% of shares in Surefire Management Services Ltd.

**Note:** The above figures are after eliminating intra group transactions and intra group balances as on March 31, 2020.

#### Note 49. Fair Value Hierarchy

The table shown below analyses financial instruments carried at fair value. The different levels have been defined below:-

Level 1: Quoted Prices (unadjusted) in active markets for identical assets or liabilities

Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e., as prices) or indirectly (i.e., derived from prices)

Level 3: Inputs for the asset or liability that are not based on observable market data (unobservable inputs)



## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### a) Financial assets and liabilities measured at fair value through profit or loss at March 31, 2021

₹ in Crores				
Particulars	Level 1	Level 2	Level 3	Total
<b>Financial Assets</b>				
Investment in Mutual Funds	-	209.78	-	209.78
Investment in unquoted equity instruments *	-	-	0.00	0.00

### Financial assets and liabilities measured at fair value through profit or loss at March 31, 2020

₹ in Crores				
Particulars	Level 1	Level 2	Level 3	Total
<b>Financial Assets</b>				
Investment in Mutual Funds	-	179.35	-	179.35
Investment in unquoted equity instruments *	-	-	0.00	0.00

Refer Notes 6b and 55

### (b) Financial instruments at amortized cost

The carrying amount of financial assets and financial liabilities measured at amortised cost in the consolidated Ind AS financial statements are a reasonable approximation of their fair values since the Group does not anticipate that the carrying amounts would be significantly different from the values that would eventually be received or settled. The carrying amount of financial assets and financial liabilities measured at amortised cost in the Ind AS financial statements are a reasonable approximation of their fair values since the Group does not anticipate that the carrying amounts would be significantly different from the values that would eventually be received or settled.

(c) During the year there has been no transfer from one level to another.

### Note 50. Financial risk management objectives and policies

The Group's principal financial liabilities, other than derivatives, comprise borrowings and trade payables. The main purpose of these financial liabilities is to finance the Group's working capital requirements. The Group has various financial assets such as trade receivables, loans, investments, short-term deposits and cash and cash equivalents, which arise directly from its operations. The Group also holds 'Fair Value Through Other Comprehensive Income' (FVTOCI) investments and enters into derivative transactions by way of forward exchange contracts to hedge its payables.

The Group is exposed to market risk, credit risk and liquidity risk. The Holding Company's Board of Directors oversees the management of these risks. The Board of Directors is supported by the Business Process and Risk Management Committee (BPRMC) that advises on financial risks and the appropriate financial risk governance framework for the Group. The BPRMC provides assurance to Board of Directors that the Group's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Group's policies and risk objectives. All derivative activities for risk management purposes are carried out by personnel that have the appropriate skills, experience and supervision. It is the Group's policy that no trading

## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below:

### **Risk Management Framework**

The Group is exposed to market risk, credit risk and liquidity risk. The Holding Company's Board of Directors oversees the management of these risks. The Board of Directors is supported by the Business Process and Risk Management Committee (BPRMC) that advises on financial risks and the appropriate financial risk governance framework for the Group. The BPRMC provides assurance to Board of Directors that the Group's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Group's policies and risk objectives. All derivative activities for risk management purposes are carried out by personnels that have the appropriate skills, experience and supervision. It is the Group's policy that no trading in derivatives for speculative purposes may be undertaken. The Board has been monitoring the risks that the Group is exposed to due to outbreak of COVID 19 closely. The Board has taken all necessary actions to mitigate the risks identified based on the information and situation present. The Board of Directors reviews and agrees to policies for managing each of these risks, which are summarised below:

### **Market Risk**

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market factors. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk, liquidity risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits, FVTOCI investments and financial derivative.

The sensitivity analyses have been prepared on the basis that the amount of net debt, the ratio of fixed to floating interest rates of the debt and derivatives and the proportion of financial instruments in foreign currencies are all constant at March 31, 2021. The analyses exclude the impact of movements in market variables on the carrying values of gratuity and other post-retirement obligations. The following assumptions have been made in calculating the sensitivity analysis:

- ▶ The sensitivity of the relevant profit or loss item is the effect of the assumed changes in respective market risks. This is based on the financial assets and financial liabilities held at March 31, 2021 and March 31, 2020.
- ▶ The sensitivity of equity is calculated as at March 31, 2021 for the effects of the assumed changes of the underlying risk.

### **Interest rate risk**

The Group has incurred short term debt to finance its working capital, which exposes it to interest rate risk. Borrowings issued at variable rates expose the Group to interest rate risk. Borrowing issued at fixed rates expose the Group to fair value interest rate risk. The Group's interest rate risk management policy includes achieving the lowest possible cost of debt financing, while managing volatility of interest rates, applying a prudent mix of fixed and floating debt through evaluation of various bank loans and money market instruments.

Some of the Group's borrowings are index linked, that is their cost is linked to changes in the London Inter-Bank Offer Rate (LIBOR).

Although the Group has significant variable rate interest bearing liabilities at March 31, 2021, there would not be any material impact on pretax profit and pre tax equity of the Group on account of any anticipated fluctuations in interest.

## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

### Foreign currency risk

The Group has a policy of entering into foreign exchange forward contracts to manage risk of foreign exchange fluctuations on borrowings and payables. These contracts are not designated in hedge relationships and are measured at fair value through profit or loss. Foreign currency risk is the risk that the fair value of future cash flows of an exposure will fluctuate because of changes in exchange rates of any currency. The Group's exposure to the risk of changes in foreign exchange rates relates primarily to the Group's operating activities by way of direct imports or financing of imports through foreign currency instruments.

The Group pro-actively hedged its currency exposures in case of a significant movement in exchange rates for imports and in case the hedged cost of foreign currency instrument is lower than the domestic cost of borrowing in case of short term import financing.

There is no outstanding derivative contract as at March 31, 2021 and March 31, 2020.

### Foreign currency sensitivity

The following tables demonstrate the sensitivity to a reasonably possible change in USD/Euro exchange rates, with all other variables held constant. The impact on the Group's profit before tax is due to changes in the fair value of monetary assets and liabilities. The Group's exposure to foreign currency changes for all other currencies is not material.

Particulars	Currency	Change in USD/EURO rate(%)	Effect on profit before tax (₹ in Crores)	Effect on pre-tax equity (₹ in Crores)
<b>March 31, 2021</b>	USD	5%	(7.27)	(7.27)
	USD	-5%	7.27	7.27
	EURO	5%	(0.04)	(0.04)
	EURO	-5%	0.04	0.04
<b>March 31, 2020</b>	USD	5%	(4.14)	(4.14)
	USD	-5%	4.14	4.14
	EURO	5%	(0.01)	(0.01)
	EURO	-5%	0.01	0.01

### Commodity price risk

The Group doesn't enter into any long term contract with its suppliers for hedging its commodity price risk.

### Equity price risk

The Group does not have any investments in listed securities or in Equity Mutual Funds and thereby is not exposed to any Equity price risk.

### Credit risk

Credit risk is the risk that counter-party will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Group is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions, and other financial instruments.

## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

The concentration of Credit Risk is limited as the customer base is large. There is no customer representing more than 5% of the total balance of trade receivable. As a practical expedient, the Group computes credit loss allowances based on a provision matrix. The provision matrix is prepared based on historically observed default rates over expected life of trade receivable and is adjusted for forward looking estimates. Additionally, considering the COVID 19 situation, the Group has also assessed the performance and recoverability of trade receivables. The Group believes that the current value of trade receivables reflects the fair value/recoverable values.

₹ in Crores

Movement in expected credit loss allowance on trade receivable	As at March 31, 2021	As at March 31, 2020
Balance at the beginning of the year	9.50	18.45
Loss allowance measured at lifetime expected credit losses (net of bad debts)	14.09	(8.95)
Balance at the end of the year	<b>23.59</b>	<b>9.50</b>

### Trade receivables

Customer credit risk is managed by each business unit subject to the Group's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on an extensive credit rating scorecard and individual credit limits are defined in accordance with this assessment. Outstanding customer receivables are regularly monitored by BPRMC and corrective actions taken.

### Financial instruments and cash deposits

Credit risk from balances with banks and financial institutions is managed by the Group's treasury department in accordance with the Group's policy. Investments of surplus funds are made only with approved counter-parties and within credit limits assigned to each counter-party. Counter-party credit limits are reviewed by the Group's Board of Directors on an annual basis, and may be updated throughout the year subject to approval of the Group's Finance Committee. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through counter-party's potential failure to make payments.

The Group's maximum exposure to credit risk for the components of the balance sheet at March 31, 2021 and March 31, 2020 is the carrying amounts as illustrated in Note 21b and Note 27 except for financial guarantees. The Group's maximum exposure relating to financial guarantees and financial derivative instruments is noted in Note 46b(iii) and the liquidity table in the next page.

### Liquidity risk

The Group monitors its risk of a shortage of funds using a liquidity planning tool.

The Group's objective is to maintain a balance between continuity of funding and flexibility through the use of bank overdrafts, cash credit facilities and buyers' credit facilities. The Group assessed the concentration of risk with respect to refinancing its debt and concluded it to be low. The Group has access to a sufficient variety of sources of funding and debt.

## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

The table below summarises the maturity profile of the Group's financial liabilities based on contractual undiscounted payments:

₹ in Crores

Particulars	On demand	Less than 3 months	3 to 12 months	1 to 5 years	> 5 years	Total
<b>Year ended March 31, 2021</b>						
Financial Liabilities						
Borrowings	214.29		-	169.48	-	383.77
Lease liabilities	-	13.57	40.70	154.03	55.45	263.75
Other financial liabilities	6.12	137.47	-	58.77	-	202.36
Trade payables	4.48	1,492.96	-	-	-	1,497.44
Financial Guarantee	5.96	-	-	-	-	5.96
	<b>230.85</b>	<b>1,644.00</b>	<b>40.70</b>	<b>382.28</b>	<b>55.45</b>	<b>2,353.28</b>
<b>Year ended March 31, 2020</b>						
Financial Liabilities						
Borrowings	33.99	258.52	-	243.38	-	535.89
Lease liabilities		9.88	32.10	166.89	22.13	231.00
Other financial liabilities	48.40	143.82	-	30.36	-	222.58
Trade payables	2.83	1,062.98		-		1,065.81
Financial Guarantee	4.45	-	-	-	-	4.45
	<b>89.67</b>	<b>1,475.20</b>	<b>32.10</b>	<b>440.63</b>	<b>22.13</b>	<b>2,059.73</b>

For maturity profile of lease liabilities, refer Note 45.

### Note 51. Capital management

For the purpose of the Group's capital management, capital includes issued equity capital, share premium and all other equity reserves attributable to the equity holders of the Holding Company. The primary objective of the Holding Company's capital management is to maximise the shareholder value.

The Group avails short term and long term borrowings to bridge its working capital gap and finances its capital expenditure through internal generation of funds.

₹ in Crores

Particulars	As at March 31, 2021	As at March 31, 2020
Borrowings (Notes 21a & 25)	383.77	535.89
Less: cash and cash equivalents (Note 14)	(136.22)	(78.92)
<b>Net debt</b>	<b>247.55</b>	<b>456.97</b>
Total capital	3,383.93	2,667.24
<b>Capital and net debt</b>	<b>3,631.48</b>	<b>3,124.21</b>
Gearing ratio	7%	15%

## NOTES TO CONSOLIDATED IND AS FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2021

In order to achieve this overall objective, the Group's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current period.

No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2021 and March 31, 2020

### Note 52 COVID -19 Assessment

The Group's business operations were impacted due to COVID-19 pandemic and consequent lock-downs during the months of April and May 2020. The Management has taken into account the possible impact of Covid-19 in preparation of the financial results, including assessment of recoverability of its assets based on the internal and external information up to the date of approval of the financial statements. The Group will continue to monitor any material changes to future economic conditions.

### Note 53. Segment Information

The Group is engaged in the business of manufacturing and selling paints. Based on the nature of products, production process, regulatory environment, customers and distribution methods there are no reportable segment(s) other than "Paints".

The Business Process and Risk Management Committee of the Holding Company, approved by the Board of Directors and Audit Committee performs the function of allotment of resources and assessment of performance of the Group. Considering the level of activities performed, frequency of their meetings and level of finality of their decisions, the Group has identified that Chief Operating Decision Maker function is being performed by the Business Process and Risk Management Committee. The financial information presented to the Business Process and Risk Management Committee in the context of results and for the purposes of approving the annual operating plan is on a consolidated basis for various products of the Group. As the Group's business activity falls within a single business segment viz. 'Paints' and the sales substantially being in the domestic market, the Ind AS financial statement are reflective of the information required by Ind AS 108 "Operating Segments".

### Note 54 - Social Security Code

The Indian Parliament has approved the Code on Social Security, 2020 ('the Code') which, *inter-alia*, deals with employee benefits during employment and post employment. The Code has been published in the Gazette of India. The effective date of the Code is yet to be notified and the rules for quantifying the financial impact are also yet to be issued. In view of this, the impact of the change, if any, will be assessed and recognised post notification of the relevant provisions.

### Note 55

All figures are in Rupees Crores unless otherwise stated. Figures marked with (\*) are below the rounding off norm adopted by the Group.

For **S.R. BATLIBOI & CO. LLP**

*Chartered Accountants*

Firm Registration Number 301003E/E300005

per **Bhaswar Sarkar**

Partner

Membership Number: 055596

Place: Kolkata

Dated: May 26, 2021

For and on behalf of Board of Directors of Berger Paints India Limited

**Kuldip Singh Dhingra** – Chairman

**Gurbachan Singh Dhingra** – Vice-Chairman

**Abhijit Roy** – Managing Director & CEO

**Srijit Dasgupta** – Director-Finance & CFO

**Arunito Ganguly** – VP & Company Secretary



## FINANCIAL SUMMARY OF BERGER PAINTS INDIA LIMITED (CONSOLIDATED) – FIVE YEARS AT A GLANCE

₹ Crores

	2020-21 #	2019-20 #	2018-19 #	2017-18 * #	2016-17 *
Gross Revenue	6,817.59	6,365.82	6,061.86	5,282.12	5,050.45
Revenue from Operations (Net of Excise Duty)	6,817.59	6,365.82	6,061.86	5,165.73	4,552.25
% Growth	7.10	5.01	17.35	13.48	7.79
Other Income	51.49	68.52	60.03	45.87	54.54
Materials Consumed	3,868.56	3,725.81	3,699.61	3,009.96	2,592.30
Employee Benefits Expense	485.14	452.50	408.51	356.58	306.72
Other Expenses	1,275.91	1,126.52	1,018.20	992.20	934.67
Operating Profit - EBITDA	1,239.47	1,129.51	995.57	852.86	773.10
% to Net Revenue	18.18	17.74	16.42	16.51	16.98
Depreciation/Amortization	211.14	191.01	182.27	124.21	108.05
Finance Cost	44.10	47.04	47.24	24.55	16.22
Profit Before Tax & Exceptional Item	984.23	891.46	766.06	704.10	648.83
Share in Profit of Joint Ventures	(5.61)	(8.30)	(0.90)	0.64	10.05
Profit Before Exceptional Items and Tax	978.62	883.16	765.16	704.74	658.88
Exceptional Item	-	-	-	-	44.20
Profit Before Tax	978.62	883.16	765.16	704.74	703.08
Tax Expense	258.90	227.06	271.27	243.91	229.42
Profit After Tax	719.72	656.10	493.89	460.83	473.66
Return On Net Worth ( % ) *	21.27	24.60	20.18	21.23	24.91
<b>Shareholders' Funds:</b>					
Share Capital	97.13	97.12	97.11	97.10	97.10
Reserves and Surplus	3,279.74	2,563.01	2,346.70	2,073.91	1,804.46
Non-controlling interest	7.06	7.11	3.45	-	-
<b>Total</b>	<b>3,383.93</b>	<b>2,667.24</b>	<b>2,447.26</b>	<b>2,171.01</b>	<b>1,901.56</b>
Other current and non-current liabilities	2,537.12	2,237.77	2,119.73	1,927.62	1,538.77
<b>EQUITY AND LIABILITIES</b>	<b>5,921.05</b>	<b>4,905.01</b>	<b>4,566.99</b>	<b>4,098.63</b>	<b>3,440.33</b>
Fixed Assets	2,150.97	2,094.06	1,752.53	1,532.83	1,198.17
Investments	355.67	315.17	394.92	333.13	472.13
Other current and non-current assets	3,414.41	2,495.78	2,419.54	2,232.67	1,770.03
<b>ASSETS</b>	<b>5,921.05</b>	<b>4,905.01</b>	<b>4,566.99</b>	<b>4,098.63</b>	<b>3,440.33</b>
Cash Earnings Per Share (₹)	9.58	8.72	6.96	6.02	5.99
Earnings Per Share - Basic (₹)	7.41	6.76	5.09	4.74	4.88
Earnings Per Share - Diluted (₹)	7.41	6.75	5.09	4.74	4.88
Book Value Per Share (₹)	34.84	27.46	25.20	22.35	19.58
Wt Avg No. of Shares	97,13,86,627	97,13,05,114	97,12,01,378	97,12,47,574	97,10,59,627
Cash Profit (₹)	930.86	847.11	676.16	585.04	581.71

\* Figures for these years are as per new accounting standard (Ind AS 115) and Schedule III of Companies Act, 2013. However, Revenue from operations in periods prior to GST implementation have been adjusted suitably for Excise duty on sale of goods, to enable comparability of Revenue from operations for these years.

# Figures for these years are as per new accounting standard (Ind AS 116) and Schedule III of Companies Act, 2013. Statement of Profit and Loss and Balance Sheet have been adjusted suitably for considering the impact of this new accounting standard. Hence the numbers are not comparable with previous years.

## BERGER PAINTS INDIA LIMITED SALES DEPOTS & OFFICES

### EAST – 1

#### DURGAPUR

G. T. Road, Khairasole, Durgapur – 713 212  
Phone: 0343 645158/159/160/136

#### HOWRAH\*\*

Jalan Complex, NH-6, Near Brickfield  
Bipparnapara, Begri, Howrah – 711 411  
Mobile: 08282945921

Plot No.97, Andul Road, Howrah - 711 103

#### KOLKATA – 1

6C, Rameshwar Shaw Road, Kolkata – 700 014  
Phone: 033 2284 8120/2289 7395/7762  
Fax: 033 2289 7084

#### KOLKATA – 2

Godown No. 4A, 4B & 5C, C/o. Central Warehousing Corporation  
1B, Kishore Mohan Banerjee Road, Panihati, Kolkata – 700 114  
Phone: 033 6500 9700 to 9723

#### KOLKATA – 4

Apeejay Industries Limited Complex  
47, Hide Road, P.S. Taratolla, Kolkata – 700 088  
Phone: 033 6500 1693/1352/1665/1433

#### KOLKATA – 5 & 6

C/o Shriram Warehousing Pvt. Ltd., NH6, Bombay Road  
Chamrail, Liluah, Howrah – 711 114  
Phone: 033 6499 3292/85/84

#### PANIHATI+ +

Godown No. 2B & 2C, C/o Central Warehousing Corporation  
1B, Kishore Mohan Banerjee Road, Panihati, Kolkata – 700 114  
Phone: 033 6499 0773/706

#### PATNA – 1

TPS Compound, Exide Battery Campus, Near Sonali Mahendra  
Showroom, New By Pass Road, Near Anisabad, Patna – 800 002  
Phone: 0612 645 5370 to 645 5385

#### PATNA - 2

Mauza - Simli Murarpur  
P.S. Malsalami, Survey Thana Patna city  
Pargana Azimabad, NH 30, Near PB Toll Plaza  
Police Station : Malsalami Tuzi - Govt. of Bihar, Patna - 800 008  
Jamabandi No.1600 and 2075, Khata No.295, 515, 516 & 517  
Khesra (Plot No.538, 705, 709, 707) Phone : 7463886880

#### PATNA (OFFICE ONLY)

Nirmala Complex, 1st floor, Plot No.693 (P), Opp. Amit Hotel  
Vishnupuri, New By Pass Road, Annisabad, Patna – 800 002  
Phone: 97714 89400

#### BHAGALPUR

Netaji Subhash Chandra Bose Marg  
(Central Jail Road), P.S.: Tilakamanjhi, Bhagalpur – 812 001  
Phone: 74638 86880

#### MUZAFFARPUR

Kolhua Paigamberpur, Purani Motihari Road, Baria  
P.S.: Ahiyapur, P.O.: Kolhua Paigamberpur, Dist.: Muzaffarpur  
Muzaffarpur – 843 108  
Phone: 92644 49124/25

#### RAIPUR

G D Warehousing, Warehouse No.10  
Behind Raika Rolling Mill, Ring Road  
No. 2, Gondwara, Raipur – 493 221, Chattisgarh  
Phone: 0771 661 6601/3/5/614/619

#### SILIGURI

Kusum Warehouse, 3rd Mile Sevoke Road, Plot No.120,  
Mouza Dabgram, Block Rajganj, P.S. Bhaktinagar,  
Beside Hotel Cindrella, Dist. Jalpaiguri – 734 008  
Mobile: 092333 33455/092334 70002  
(To be shifted to: Near Ramakrishna Ashram, Sahudangi,  
Siliguri, Dist: Jalpaiguri – 735 135)

#### SILIGURI OFFICE

C/o: Sona Wheels (P) Ltd, 4th Mile, Sevoke Road,  
Behind State Bank of India, Salugara Branch,  
P.S. Bhaktinagar, Siliguri – 734 008

#### MALDA

Kamla Bari, Jadupur, (Sadhlapur), Gabgacchi  
Malda – 732 101  
Phone: 0759 5094 284/286/287

#### MIDNAPORE

Mouza - Matkatpur, J.L. No.203 I, R.S. Khaitan No.153 & 142,  
L.R. Kh. No.647, R.S. & L.R. Plot No.129, and Mouza: Hazi  
Chawak, J.L. No.204, R.S. Kh. No.20, L.R. Kh. No.158, R.S. &  
L.R. Plot No.21, Mednipur, (Plot No.21, 129, Satkui, Beside Ford  
showroom, West Midnapore - 721 305)  
Phone: 7605015510 TO 17

#### EAST – 2

#### AGARTALA

Chanpur, Near Saw Mill, Khayerpur  
Agartala, Tripura (West), Pin: 799 008  
Phone: 94364 59549/705640509

#### BHUBANESWAR

Plot No.187, Kesura, P.O. Bankul  
Police Station: Saheed Nagar, District: Khorda  
Bhubaneswar - 751 001, Orissa  
Phone: 9937880620

#### CUTTACK

Plot No.527, Chaudhury Complex, At-Manguli Square,  
P.O.: Choudwar, Dist. Cuttack, Odisha – 754 025  
Phone: 0671 239 2584/239 2616

#### GUWAHATI – 1

Honuram Boro Path, Kachari Basti, Dispur, Guwahati – 781 005  
Phone: 0361 234 8381/3026/28

#### GUWAHATI – 2

C/o East India Technosys Pvt. Ltd., A. K. Dev Road Opposite  
Bethany High School, Behind Gorchuk Police Station  
Guwahati – 781 035  
Phone: 0361 227 6289/6288/213 3467/3524

#### GUWAHATI ++

C/o: Vishal Estate, P.O. Gauripur, Mouza Silasindurighopa  
Amingaon, Kamrup (Rural) – 781 031, Assam Landmark - Near  
Bramputra Industrial Estate Phone: 9207081456

#### JORHAT

Dag No. 2143/2565 of P P No.335/652 Charangia Gaon Porbatia  
Mouza, Jorhat West Circle, Dist.: Jorhat, Assam

#### TEZPUR\*\*

C/o Om Tulshi Warehouse, Nagar Basti,  
Teen Mile – Tezpur Teen Mile, Tezpur, Assam  
(additionally, there is a Raw material godown here)

#### JAMSHEDPUR

Near Military Camp, Sundernagar, Tatanagar  
Jamshedpur, Jharkand – 832 107  
Phone: 0763 509 3823

#### RANCHI

Martin Baken, Village Kharsidag, P.O: Tetri, Ring Road  
Ranchi, Jharkhand – 834 010  
Mobile: 07070097309

#### SAMBALPUR

Global Warehouse, Remed, Sambalpur – 768 006, Odisha  
Phone : 0789 446 9691

#### SHILLONG

Near Chief Engineer Office (MES), Lower Nongrim Hills East  
Khasi Hills, Dist.: Shillong – 793 003, Meghalaya  
Phone: 0364 253 4901/4903

#### SOUTH – 1

#### BENGALURU – 1

Survey No.43, New CMC No.7/43 & 43/1  
Kechenahalli Gramma R. V. Niketan Post  
8th Mile, Kengeri Hobli Road, Bengaluru – 560 059  
Phone: 080 2848 4433/34/2670 3311

#### BENGALURU – 3

Plot No.32, Peenya III Phase Industrial Area  
Bengaluru – 560 058  
Phone: 080 283 77778/283 77668

#### BENGALURU++

Survey No.250, Huchhegowdanapalya, T. Begur Grama Panchayat  
& Post, Nelamangala Taluq, Bengaluru Rural District  
Karnataka – 562 123  
Phone: 080 2773 3557

#### GUNTUR

Sridhar & Sridhar Estates, 8-227/3, Bonthapadu Road  
Etukuru, Guntur - 522 003, Andhra Pradesh  
Mobile: 81063 91671 / 99483 47147

#### HUBLI

Bembalgi Farms, Next to Jain Mandir  
P. B. Road, Gabbur, Hubli – 580 028  
Phone: 0836 221 8027/28

#### HYDERABAD – 1

8-84/11/2, Survey No.688 & 689, Near Sai Geetha Ashramam,  
Devar Yanjal, Medchal, Malkajgiri, Telangana – 500 047  
Phone: 2980 4277/88/99

#### HYDERABAD – 2

Door No.10-10/21, New Gayatri Nagar, Opposite SBH Bank  
Jillelaguda, Hyderabad – 500 079  
Phone: 040 2409 7334/2409 4334

#### KURNOOL

Door No. 51/15/A/4/8, Sy. No.312/2, 321, Rajiv Nagar,  
Bellary Road, Near Hanuman Weight Bridge, Kurnool – 518 003  
Phone: 08518 259 677/577

\*\* Raw Material Godown

\*\* Regional Distribution Centre

**MANGALORE**

Plot No - 409 & 410, Industrial Area  
Baikampady, Mangalore – 575 011  
Mobile: 092431 82073

**MYSORE**

145/A, Belagola Industrial Area, Near Wipro Ltd. Metagalli,  
Mysore – 570 016  
Phone: 0821 249 6633/77

**VIJAYAPURA**

Plot No.35/36/37 & 38, KIADB Industrial Area, Aliyabad Block,  
Vijayapura – 586 104  
Phone: 08352295117

**TIRUPATI**

No.14-39, Opp. G.D.R. Cylinders,  
Renigunta Industrial Estate, Renigunta – 517 520  
Mobile: 08772 239395/200

**VIJAYAWADA**

R.S. No.73/2, Kanuru Donka Road, Prasadampadu  
Vijayawada Rural – 521 108  
Phone: 0866 284 3641/42  
Mobile: 09246494620

**VISAKHAPATNAM**

Plot No. 188, D-Block, IDA, Autonagar Visakhapatnam – 530 012,  
Andhra Pradesh Phone: 0891 254 5936/257 8396

**SOUTH – 2****ALLEPPEY**

Door No: EP/12/41A Eramalloor – Ezhupunna Road, Ezhupunna  
Panchayat, Ward No.12/36, Eramalloor P.O. Cherthala Taluk,  
Alleppey – 688 537  
Phone: 9249477085/0478 2872366

**CALICUT**

Door No. III/102 D, (New No XV/517 B), Ground Floor, Parammal  
Junction, Near ALPB School, Parammal, NH Bypass Road  
Azhinhilam, Malapuram – 673 632 Calicut, Kerala  
Phone: 0483 283 2144/2244

**CHENNAI – 1**

99/5, MGR Road, Nagalkeni, Chrompet, Chennai – 600 044  
Phone: 044 669 14000

**CHENNAI – 2**

Door No.14, M.T.H. Road  
Ambattur, Chennai – 600 098  
Phone: 044 26357835 to 38

**COIMBATORE**

S.F. No. 9/1A2, Rangavale Compound, Metupalayam Road  
Thudiyal Post, Coimbatore – 641 034, Tamilnadu  
Phone: 0422 2644 508/2644 132/2644 271/436 8288

**HOSUR**

C-13, Sidco Industrial Estate, Hosur - 635 126, Tamil Nadu  
Phone: 04344 274 939/274 929

**KANNUR**

C/o. Western India Cottons Godown, PPXIII/66, P.O.: Pappinisseri  
Dist.: Kannur, Kerala – 670 591  
Phone: 0497 278 6556

**KOCHI (OFFICE ONLY)**

Door No. III/835 C, Valiyara Chambers, K.K. Road  
Chembumukku, Ernakulam – 682 021  
Phone: 0484 242 6312/18

**KOLLAM**

K.P. 1/293, 294, 295, 296, Najeem Cashew Industry Building  
T.K.M.C., P.O. Karikode, Dist. Kollam – 691 005  
Phone: 0474 270 7063/68/770  
(To be shifted to: Building No.4/744, 726, 724, 725, Rajkumar  
Impex, Palamukku Kannanloor - P.O.: Kollam - 691 576  
(Re. Sy.No.535/12, 535/12/2, 535/3, Corresponding old  
Survey No.1460, Block No.22, Thrikkorivattom Village)

**KOTTAYAM**

Vijayapuram Panchayath, Door No. XI/12A, At 47/4, Block-23  
Vijayapuram Village, Manganam Kara, Kottayam – 686 010  
Phone: 0481 257 6481/82

**MADURAI**

“Sundara Bhavanam”, Door No.175, Kamarajar Salai  
Madurai – 625 009  
Phone: 0452 262 8274/8312  
Fax: 0452 262 9023

**PUDUCHERRY**

8, Main Road, Gnanapragasam Nagar, Puducherry – 605 008  
Phone: 0413 224 9035/8098  
Fax: 0413 224 8098

**THRISSUR**

Building No. XVI 564 B, 564 C, 564 D, Ponganamkad Centre  
P.O. Kurichikkara, Thrissur – 680 028  
Phone: 0487 269 5003/5001  
Fax: 0487 269 5003

**THRISSUR++**

Building No. XVI 564 E, 564 F, 564 G, 564 H, Ponganamkad  
Centre, P.O. Kurichikkara, Trissur – 680 028  
Phone: 0487 269 5001/5003/7800, Fax : 0487 269 5003

**TIRUNELVELI**

200-E/2/1, Tiruchendur Road, Samathanapuram  
Palayamkottai, Tirunelveli – 627 002  
Phone: 0462 257 3315/16

**TRICHY**

249/2B, Opposite SIT Hostel, Tanjavur Main Road  
Ariyamangalam, Trichy – 620 010  
Phone: 0431 244 1476/71  
Fax: 0431 244 0104

**TRIVANDRUM**

G.H. Auditorium, Vazhuthooronam, Malayinkeezhu  
P.O. Machel, Thiruvananthapuram – 695 571  
Phone: 0471 228 4027  
Fax: 0471 228 0102

**WEST – 1****AURANGABAD**

C-18, MIDC Pandepur Waluj, Aurangabad – 431 136  
Phone: 0240 255 5177/5178  
Fax: 0240 255 5177/5178

**BHIWANDI**

Gala No. 63/66, Indian Corporation, Opposite Gajanand Petrol  
Pump, Mankoli Naka, Dapode, Dist. Bhiwandi, Thane – 421 302  
Mobile: 092722 35567/092233 10818

**BHIWANDI**

Gala No. 64/65, Indian Corporation, Opposite Gajanand Petrol  
Pump, Mankoli Naka, Dapode, Dist. Bhiwandi, Thane – 421 302  
Phone: 0252 265 0211/0212  
Moile: 092233 10818

**GHATKOPAR**

Pattanwala Glass Works, Chirag Nagar, LBS Marg  
Ghatkopar (West), Mumbai – 400 086  
Phone: 022 2516 8355/7398/9414  
Fax: 022 2516 6406

**GOA**

Inteloc-S1, Rhea-Estate, NH-17, Village Nuvem, Taluka Salcete  
Dist.: South Goa, Goa – 403 604  
Phone: 0832 279 1758/1959  
Fax: 0832 2791 960

**CHAKKAN++**

Survey No.300/1, Village Bhamboli, Near Chakan MIDC,  
Taluka - Raj Guru Nagar (KHED), District - Pune - 410 501  
Phone: 92722 35567/97684 35260

**VASAI**

Shed No.4-A, Silver Compound, Waken Pada Survey No.161  
Hissa No.A -1/2, Next to Vasai Phata Masjid, Village Pelhar  
Pelhar H. No.8, Vasai (East), Dist. Palghar – 401 202  
(To be shifted to: Plot Nos.47, 48, 49 & 50, Apple Industrial Hub,  
Pelhar Naka, WEH No.8, Near Tata Service Centre, Nallasopara  
East, Taluka - Vasai, Dist. Palghar - 401 208)

**KOLHAPUR**

345/16A, Hupari Road, Opposite Gudmudshing MSEB Power  
Station, Gudmudshing, Taluka Karveer, Dist.: Kolhapur – 416 119  
Phone: 0231 261 5755/5855/5955

**MUMBAI (OFFICE ONLY)**

804, Windfall, Sahar Plaza, J. B. Nagar, Andheri Kurla Road  
Andheri (East), Mumbai – 400 059  
Phone: 022 2834 2001/2/3/4/5

**NAGPUR**

R K Warehousing & Leasing, Khasra No.99, Nagpur-Katol Road  
Village: Fetri, Tah & Dist.: Nagpur (Rural) – 441 501  
Phone: 0712 2667118/7119/141/142

**NASHIK**

Baphana Warehousing Gate No.2, Godown No.L1, Mumbai Agra  
Highway, Village Jaulke, Taluka: Dindori, Dist.: Nashik – 422 202  
Phone : 9607982101/02

**PUNE**

C/o Khutwad Warehouse, Sr. No. 164, Fursungi Village Road  
Fursungi, Taluka Haveli, Dist.: Pune – 412 308  
Phone: 020 6478 4010 to 25, Fax: 020 2698 0338

**THANE\*\***

C/o Total Logistics Pvt. Ltd., F7, Shree Rajlaxmi Logistics Park  
Bhiwandi – Nasik Highway, (Opposite Vadpe Police Chowki)  
Vadpe Village, Dist.: Thane, Bhiwandi – 421 302

**SOLAPUR**

"Lonawat Arcade", Gate No.301/2B, Pune Road, At Post: Kondi  
Taluka – North Solapur, Solapur – Pune Highway  
Dist.: Solapur – 413 006  
Phone: 0217 235 7214

\*\* Raw Material Godown

\*\* Regional Distribution Centre

## WEST – 2

### AHMEDABAD

Survey No. 298 and 300, Near Khodiyar Mata Temple (Landmark- Concept Jeep Workshop), Sanathal Cross Road, SP Ring Road, Village Sanathal, Taluka - Sanand Dist: Ahmedabad – 382 210  
Phone: 92272 54514/92272 54515

### RAJKOT

Shreenathi Warehouse, Survey No.129,  
Near Prayag Industrial Estate, Rajkot Jamnagar Bypass  
150, Ft. Ring Road, Navagam Anandpur, Rajkot – 360 006  
Phone: 90330 01757

### SURAT

Survey No.8/A and 8/B, Next to Saraswati Vidyalay School  
Gram Saniya Hemad, Surat, Gujarat - 394 210  
Phone: 9227951500

### VADODARA

12 & 13 V P Industrial Estate, Survey No.225  
Behind F. G. Patel Estate, Opposite L & T Niro, N. H. No.8  
Padamala , Dist.: Vadodara – 390 002  
Phone: 0265 224 3070/1/2

## NORTH – 1

### BHATINDA

MCB-Z-8/02464, Gill Complex, Mansa Road  
Near ITI Chowk, Bhatinda – 151 001  
Phone: 0164 224 0239/1239

### CHANDIGARH

Plot No. 823, Industrial Area, Phase-II, Chandigarh – 160 002  
Phone: 0172 263 7181/467 0401

### JALANDHAR

Vakiya Abadi, Near Nakodar Road, Village: Khambra  
Dist.: Jalandhar – 144 026  
Phone: 0181 279 1466/1467

### JAMMU

1790/579, Ward No.4, Kikri Morh, Purmandal Road, Lower  
Bripur, Tehsil Bari Brahmna, Dist. Samba - 181 133, Jammu  
(Ward No.4, Kikri Morh Purmandal Road, Lower Bripur,  
Dist. Samba - 181 133)

### LUDHIANA

Plot No. 658, Industrial Area-A, Shiv Chowk, G. T. Road  
Ludhiana – 141 008  
Phone: 0161 458 7658/438 1231

### MOHALI

Plot No. 421, Industrial Area, Phase-IX, Mohali, Punjab – 160 059  
Phone: 0172 509 5105/06

### PARWANOO

Plot No.9, Sector-1, Parwanoo, Himachal Pradesh – 173 220  
Phone: 01792 234 164/235 164

### SRINAGAR

Sutho Kathair Bagh, Tehsil-Chadoora, Dist.-Budgam, Srinagar - 15  
Phone: 0194 231 5050/5051

## NORTH – 2

### AMBALA

Khasra No. 18/18, 24, 28/4/1, Kuldeep Nagar Opposite Asa Ram  
Public School, Village – Shahpur Dist. & Tehsil: Ambala,  
Haryana – 133 004  
Phone: 0171 261 1060/80/653 0142

## BIKANER

Plot Nos. F-210 and F-211, Karni Industrial Area, Phase-2nd  
Near Pugal Road Flyover, Bikaner, Rajasthan – 334 004  
Phone: 0151 297 0034/37 & 225 0085

### FARIDABAD

Plot No. 40, Sector-6, Faridabad – 121 006  
Phone: 78388 38148/75960 03970

### GURGAON

Kataria Complex, Khasra No.10947/7283/2918/1 & 2  
Daultabad Road, Industrial Area, Gurgaon – 122 001  
Phone: 0124 225 5471/72/73

### JAIPUR – 1

Plot No. 114A-115A, Jhotwara Industrial Area  
Jhotwara, Jaipur – 302 012  
Phone: 0141 234 4054/4213/4162  
Fax: 0141 234 4054

### JAIPUR – 2

E-103, Road No.7, VKIA, Jaipur, Rajasthan - 302 103

### JODHPUR

Plot No. G-121, (A, E & F), M. I. A. Basni II Phase  
Near Poorva Hospital, Jodhpur – 342 003  
Phone: 0291 274 4262/4792/0499

### KOTA

A-263(C), Indraprastha Industrial Area, Kota, Rajasthan  
Phone: 0744 2490168

### UDAIPUR

Plot No.-1, NH-8, Near Amberi Flyover  
Amberi, Udaipur – 313 004  
Phone: 0294 244 1790/0506

## CENTRAL – 1

### DELHI (OFFICE ONLY)

Office No. 29, 1st floor, “C” Block, DDA Market  
Yojana Vihar, Delhi – 110 092  
Phone: 011 2215 9010/11/25

### JANAKPURI

Plot No. B-2 & B-3, A-1B Market, Block A-1, Pankha Road,  
Janakpuri, New Delhi – 110 058  
Phone: 011 2562 3741/3742  
Fax: 011 2554 8654

### MANDOLI

Godown No. JR-2 & JR-10, JR Complex,  
Gate No.1, Sewadham Road, Mandoli, Delhi – 110 093  
Phone: 011 2234 1422/2255

### MUNDKA INDUSTRIAL

Khasra No. 87/22, Opposite Metro Pillar, No. 617, Vodafone  
Gali No.12, Near Hiran Kudna Mode, Mundka,  
New Delhi – 110 041  
Mobile: 092124 07446/092124 03585

### MUNDKA++

Khasra No.36/22, 36/19/1, Behind Mirage Garden, Mundka  
Village, New Rohtak Road, Delhi – 110 041  
Phone: 011 2834 5623

## OKHLA

A-99/3, Okhla Industrial Area, Phase-II, New Delhi – 110 020  
Phone: 011 2638 4714/4796/7256  
Fax: 011 2638 5644

D-14/2, Okhla Industrial Area, Phase-II, New Delhi – 110 020  
Phone: 011 2638 3772/6008/3258

### PUNJABI BAGH

102 & 103 DDA Transport Centre, New Rohtak Road, Punjabi  
Bagh, New Delhi – 110 035  
Phone: 011 2831 2460/2461/6922/6933  
Fax: 011 2831 3880

### RITHALA

Khasra No. 915-916, Guleria Complex  
Rithala Village, New Delhi – 110 085  
Phone: 011 2705 6582/584/585

## CENTRAL – 2

### AGRA

C-9, Site-C, UPSIDC, Industrial Area, Sikandra, Agra – 282 007  
Phone: 05622531422, 92196 311688

### BAREILLY

Clutter Buck Ganj, Opp. GTI 7th Km. Stone  
Bareilly – 243 502, Uttar Pradesh  
Phone: 0581 256 0340/0940

### DEVLA++

Khasra No. 09, Gulistanpur, Surajpur Dadri Road / I.C.D. Dadri  
Gulistanpur Road, Near IOC Petrol Pump, Devla  
Greater Noida – 201 306  
Phone: 98732 97507

### GHAZIABAD

Cloud-9 Resort, Opposite Uttam Toyota Meerut Road  
Ghaziabad – 201 003  
Phone: 0120 640 2043/44

### MORADABAD

Lakri Fazalpur Industrial Area, Delhi Mini Bye Pass  
Gata # 2485/2, Lakri Fazalpur, Moradabad – 244 001  
Phone: 095680 03094/95/96

### MEERUT

44/257, Rithani, Delhi Road, Meerut – 250 103

## CENTRAL – 3

### ALLAHABAD

Khasra No.54, Chakrana Tiwari, Arail, Tehsil - Karchana  
Near Chaka Block Hospital, CO Road, Allahabad – 211 008  
Mobile: 075230 84888

### DEHRADUN

Khasra No.891, Vill.: Majra, Opp. Transport Nagar,  
Near Himalayan Drugs Factory, Dehradun – 248 001  
Phone: 0135 654 5014/15/17

### GORAKHPUR

Jungle Ramgarh, URF Chauri, Deoria Road, Near Forest Club  
Gorakhpur – 273 202

### HALDWANI

Motinagar, Bareilly Road, Haldwani – 263 139  
Phone: 05946 232 011-14

\*\* Regional Distribution Centre

**HARIDWAR**

Khasra No.11, Village Sultanpur Majri  
Bahadradabad, Haridwar – 249 402  
Mobile: 070600 05163/070600 07153

**JHANSI**

Khasra No.467, Mauja-Bijauli, Rajgarh Lalitpur Road  
Opp. PAC, HQ - Gate No.3, Jhansi, Uttar Pradesh – 284 135  
Phone: 7525037038

**SITAPUR**

C/o: Singhania Agro Industries Pvt. Ltd Village Ram Nagar,  
Sitapur - Hardoi Road Sitapur - 261 001, Uttar Pradesh  
Phone: 9519978333/9519973444

**KANPUR**

Plot No.418, 419 & 420, Bhaunti Station Road  
Tahsil: Bhimsen, Kanpur Nagar, Uttar Pradesh – 209 305  
Phone: 75250 37037

**LUCKNOW**

389, Vill. Ahmedpur URF Kamalapur, Post Mati  
Bijnore - Sisendi Road, Lucknow – 226 002  
Phone: 0522 2320 431 / 434 / 419

**LUCKNOW (OFFICE ONLY)**

Ground, 1st & 2nd floor, B-22, Sector-B, Aliganj  
Lucknow – 226 024  
Phone: 0522 232 0431/434/419

**RUDRAPUR**

Industrial Plot No. 46, Land No.453 & 454, PO: Bhagwara  
Kicha Road, Rudrapur - Udham Singh Nagar  
Tehsil Rudrapur, Dist: Udham Singh Nagar, Uttarakhand – 263 153  
Phone: 82181 37211

**VARANASI**

Pama Complex, DLW Road,  
Shivadaspur, Lehartara, Varanasi – 221 002  
Phone: 0542 237 1041/42

**FAIZABAD**

C 13, 14 & 15, Industrial Area, Site No.1, Hariapur Jalalabad  
LKO Road, Faizabad, Ayodhya – 224 001

**CENTRAL – 4****BHOPAL**

Khasra No 111/1/1/2/5, Landmark – Reshumrao Hotel  
PH No 21, RI No 2, Village Aadampur Chawni

Gram – Aadampur, Tehsil Huzur

Dist.: Bhopal – 462 021, Madhya Pradesh  
Mobile: 099260 11445/078699 29587

**GWALIOR**

Survey No. 1610, Beside Saroj Fuel Shoppe  
(BPCL Petrol Pump), Near Vicky Factory Cross Road  
Jhansi Road, Gwalior – 474 001  
Mobile: 73548 81101/92356 00341

**INDORE**

Sunidhi Warehouse,  
Near New Sunidhi Petrol Pump, Nemawar Road  
Palda, Indore, Madhya Pradesh – 452 020  
Phone: 073 165 5210/06/07

**JABALPUR**

C/o Shiv Smriti Marketing, Matani Warehouse Patan Bypass,  
Chouraha, Patan Road, Gram Sukha Jabalpur – 482 002,  
Madhya Pradesh  
Phone: 078690 01276/72

**SHOPS****EAST-1**

Aloika Apartment, R N Avenue  
Pensila, P. S. Kharda, 24 – Pargana (North)  
Kolkata – 700 112

**CHANDANNAGAR (HOOGHLY)**

Bagbazar, Talpukur  
Bagbazar, Talpukur, MGM Sarani, Chandannagar  
Dist.: Hooghly – 712 136

**BARRACKPORE**

68/56, Ghosh Para Road  
Near Lalkuthi, Opp. Railway Overhead Maintenance Office  
24 - Parganas (North), Kolkata - 700 120

**BARUIPUR**

Ashadeep Bhavan, Holding No.399  
Ward No.6, Baruiপুর, 24 – Parganas (South)

**ALIPURDUAR**

11, Hat Kalibari, New Town  
P.O. & P.S. Alipurduar - 736 121, West Bengal

**EAST – 2****PURI**

"Opposite SCS", College, Chandan Hajuri Road  
Under Municipality Ward No.18, Holding No.625  
Puri – 752 001

**SOUTH – 1****TELANAGANA**

H. NO.6-2/712/11 & 12, Srinagar Colony  
Hyderabad Road, Nalgunda Town, Telangana – 508 001

**TIRUPATI**

18-2-15, Korlagunta Main Road, Tirupati – 517 501

**KURNOOL**

Nandyal (A. P.)  
125-15-1C, Bye Pass Road, Balaji Complex  
Nandyal - 518 501, Kurnool District, Andhra Pradesh

**MANGALORE**

No.S1, Door No.1-S-24/1982/2, Ground floor  
"Vasundhara", 90B, Boloor Village  
Mangalore

**SOUTH – 2****TUTICORIN**

19A, VVD Road, Tuvipuram  
Tuticorin – 628 002, Tamilnadu

**WEST – 1****GOA**

Shop No.3/SH-8, Ground floor  
Building No.3, Models Avalon,  
Taleigao Village, Taleigao Panchayat  
North Goa – 403 002

**MAPUSA**

Shop No.SH-9, Ground floor, "Soars Sapphire"  
Angodichem Batta, Municipal No.311 (Old)  
New 1919, Mapusa, Goa

**WEST – 2****ANAND**

Ground & First floor, Tika No.3, City Survey No.6A  
Purani No. Khanchho, Near Prabhudas Tower  
Landmark – Gamdivvad Char Rasta  
Nehru Road, Anand, Anand, Gujarat – 388 001

**NORTH – 1****JALANDHAR**

Malsian Road, Near Dhana Mandi  
Opp. Markfed Godown, Shahkot  
Jalandhar – 144 702

**KAPURTHALA**

Ground floor, Satnapura, Adjoining Royal Guest House  
Phagwara – Jandiala Highway,  
Landmark Near Gupta Book Store  
Phagwara Kapurthala, Punjab – 144 401

**BARNALA**

Thikri Wala Road, Block 05, Near Nur Hospital,  
Near Joshila Chowk, Barnala, Punjab - 148 101

**FAZILKA**

Mandi No.2, Abohar-1, Abohar, Fazilka, Punjab – 152 116

**PANIPAT**

House No.6, Assandh Road, Panipat, Haryana – 132 103

**JAMMU**

Ward No.1, Miran Sahib Road, Bishnah, Jammu – 181 132  
National Highway, Near J&K Bank, Vijaypur – 184 120  
Jammu & Kashmir

## SHOPS

### PALAMPUR

Ward No.5, Ajma, Near Grand Plaza, Tehsil – Palampur  
Dist. Kangra, Himachal Pradesh – 176 061

### NORTH – 2

### PALWAL

Shyam Nagar, Palwal, Haryana – 121 102

### SRIGANGANAGAR

A-20, New Laha Plywood & Hardware Market  
Suratgarh Road, Near Hotel Maharaja,  
Sriganganagar, Rajasthan – 335 001

### PALI

Sumerpur Road, Near New Bus Stand, Landmark  
Opposite to Reliance Mall, Pali, Rajasthan – 306 401

### AJMER

Ground floor, Shop No.1, Shrinath Mall, Bajrang Garh  
Chowraha, Ajmer, Rajasthan – 305 001

### CENTRAL – 2

### GHAZIABAD

Shop No.03, Plot No.50/1, Shakti khand – III,  
Indrapuram, Ghaziabad-201 010

### CENTRAL – 3

### ALLAHABAD

21 B/1/12A, Cooper Road, Civil Lines, Allahabad – 211 001

### INDORE (DEWAS)

16, Jawahar Nagar,  
A B Road, Dewas-455001

### KOLKATA

Vocational Training Centre, Room No.101 & 102, 1st floor  
Karigori Bhawan, Plot No. B-7, AA – 111, Rajarhat  
New Town, Kolkata – 700 160

### GUWAHATI

Dag No.215 of K P Patta No.118, Village Basisthapur  
Mouza - Beltola, Dist. Kamrup, Guwahati – 781 028, Assam

### PATNA

Tauji No.5243, Khata No.190, Khesra No.693  
Vishnupuri, New Bypass Road, Anishabad  
Police Station – Gardani Bazar, Patna – 800 002

### BHUBANESWAR

1582/5964, Pandara, Rasulgarh, Bhubaneswar – 751 010

### INDORE

Sunidhi Warehouse, Near New Sunidhi Petrol Pump  
Nemawar Road, Palda, Indore – 452 020

### DEHRADUN

Khasra No.914 (Old Khasra No.756), 1st Floor  
Doon Guest House, Near Transport Nagar, Dist. Dehradun

### GURGAON

Khasra No.10947/7283/2918/2, Daultabad Road  
Industrial Area, Gurgaon

### LUCKNOW

Ground Floor, Sector – B, House No.A1/18  
Aligang, Lucknow – 24

### GHAZIABAD

Khasra No.1038, 1039, 1041 & 1042  
Meerut Road, Ghaziabad

### JALANDHAR

Vakiya Abadi, Village- Khambra, Near Nakodar Road  
Jalandhar – 144 026

### FARIDABAD

Plot No.40, Sector 6, Faridabad – 122 006

### DELHI

102 & 103, DDA Transport Centre  
New Rohtak Road, Punjabi Bagh, New Delhi – 110 035

### JAIPUR

114-115, Jhotwara Industrial Area, Jaipur – 302 012

### SURAT

Block No.1 & 2, Gayatri Ganga Nagar, Near Mekanij Park  
Adajan Road, Adajan, Surat – 395 009

### PUNE

C/o: Khutwad Warehouse, Sr.No.164, Fursungi Village Road  
Fursungi, Taluka - Haveli, Dist. Pune – 412 308

### MUMBAI

Pattanwala Glass Works, Chirag Nagar, LBS Marg  
Ghatkopar (West), Mumbai – 400 086

### AHMEDABAD

Block No.A, 5th Floor, Office No.503 & 504  
Krishna Complex, Opp. Devashish Business Park  
Near Dev Ashish School, Ahmedabad – 380 015

### VIJAYAWADA

House No.7-151, Ward No.7, R.S. No.119/8, Ramavarapadu  
Vijayawada Rural – 521 108

### HYDERABAD

10-10/21, New Gayatri Nagar, Opp. SBH Bank, Jilleguda  
R R District, Telengana – 500 079

### CHENNAI

2nd Floor, Ambattur Govt. ITI Boys' Campus  
Near Ambattur Telephone Exchange Bus Stop, Ambattur  
Chennai – 600 098

### TIRUNELVELI

Plot No.1, 2nd Floor, Vijay Tower, Shankar Colony  
Thiruchendur Road, Palayamkottai, Tirunelveli – 672 002

### BANGALORE

Survey No.43, New CMC No.7/43 & 43/1  
Kechenahalli Gramma, R.V. Niketan Post, 8th Mile  
Kengeri Hobli, Mysore Road, Bangalore – 560 059

### TRISSUR

Building No.4/291/3, 1st Floor, Trinity Building, Paravatti  
Sy. No.839/3, Ollukkara Village, Kaalathode  
Trissur – 680 655

### KOCHI

Door No.III/835D, Valiayara Chambers, K K Road  
Chembumukku, Kochi – 682 021

### CALICUT

Door No.III/102 D, (New No.XV/517B), Ground Floor  
Parammal Junction, NH Bypass Road, Near ALPB School  
Parammal, Vazhayur Village, P.O. Azhinjilam  
Calicut – 673 632

### KOTTAYAM

M. C. Road, Cement Junction, Nattakam P.O  
Opp. Vision Honda Showroom, Kottayam – 686 013

### TRIVANDRUM

SFS Krishna, T. C. 4/13 (69)  
Near Jal Vijnana Bhavan & SFS Carlton Apartments  
Ambalamukku – Muttada Road, Kowdiar P.O.  
Trivandrum – 695 003



## BRITISH PAINTS DIVISION SALES DEPOTS

**WEST DELHI**

Khasra No. 87/20  
Village – Ghevra, Mundka  
Delhi – 110 041  
Phone: 9015554160

**CENTRAL DELHI**

3976/80, Ajmeri Gate Corner,  
Ajmeri Gate,  
Delhi – 110 006  
Phone: 23216792/9015554108

**SOUTH DELHI**

Khasra No 407,  
Near Raja Poltry Farm,  
Sultanpur, New Delhi – 110 030  
Phone: 9015554164

**MANDOLI**

Godown No. MJ-11, J.R.Complex  
Mandoli, Delhi – 110 093

**GHAZIABAD**

C-213,site-1, Lal Quan-Ghaziabad (UP.)  
Oppsite Sliver City Cinema.  
Phone: 0120- 4164110/4295722/9313307815

**NOIDA**

H-102 & 103 Sec-9, Noida – 201 301  
Phone: 0120-2532251, 9015554437

**KANPUR**

84/1-B, Fazalganj,  
Industrial Area, Kanpur – 208 012  
Phone: 07668074913

**ALLAHABAD**

623-624 ,  
Transport Nagar  
Allahabad, Pin Code – 211 011  
Phone: 0512-2230014/7668074987

**AGRA**

Khasra No. 1294, Village Baipur; Near Sabzi  
Mandi, Sikandra, AGRA,  
U.P. Pin Code – 282 007  
Phone: 888 184 8830

**GORAKHPUR**

Khatta No. 337/162, Village Chhapiya Khajni  
Road, Naushad, Gorakhpur – 273 001,U.P  
Phone: 766 8074844

**VARANASI**

Pama Complex, Near Vishal Auto Agency  
Lahartara DLW Road,  
Lahartara, Varanasi – 221 103,U.P  
Phone: 0542-2372278/7668074578

**FARIDABAD**

SSI Plot No.-20, NH-5 NIT  
Faridabad – 121 001  
Phone: 0129-4037440, 2426440

**GURGAON**

2nd Milestone, Killa No, 6/25, Basai Road,  
Krishan Nagar, Gurgaon (HR) – 122 001  
Phone: 0124-3295330/2300061

**PANIPAT**

New Risalu Road, Behind M.J.R.Public School  
Adjoining Annapurna Banquet Hall  
Plot No. 02, Panipat – 132 103, Haryana  
Phone: 9541209805/8199000961

**HALDWANI**

Opp-Kattha Factory,  
Devalchaur Kham,  
Rampur Road, Haldwani-263 139  
Distt:-Nainital – Uttrakhand  
Phone: 05946-234126

**DEHRADUN**

238-Mohabewala Saharanpur Road  
Near Sai Baba Mandir  
Dehradun – 248 001  
Phone: 766913 8409

**ZIRAKPUR**

Khata No. 205/208,Khasra No. 15/2/1,  
Hadbast No. 234, Chandigarh Zirakpur  
Highway, Opp. Jai Mata Marble Zirakpur,  
Near Ramada Hotel, Tehasil-Dera Bassi,  
Dist. S.A.S. Nagar, Mohali – 140 603.  
Phone: 01762-527112/13/14

**AMRITSAR**

Khasra No. 1301,  
Opp – Chatwal Petrol Pump, G.T. Road,  
Sultanwind, Near Tarawala Pull, Amritsar  
Phone: 95693 60416

**LUDHIANA**

B-23-2581/10, Industrial Area-A, R.K. Road,  
Ludhiana – 141 003  
Phone: 0161-2220270, 95697-54425

**JALANDHAR**

Asiatic Compound, Usha Dharma Kanta,  
Basti Bawa Khel, KPT Road, Jalandhar  
Phone: 0181-2651096;9569652492

**JAMMU**

Ground Floor, Phase 3, Near Nidra Showroom  
Industrial Area, Gangyal, Jammu – 180 010  
Phone: 019122 63896

**SRINAGAR**

Ground Floor, Khasra No. 1578, Khevat No 44  
Shiekh Complex, Opp Shuhul Automobiles  
Pharoo Road, Nr- NH-1A, Nowgam Bye Pass,  
Srinagar – 190 015  
Phone: 0194 231 5258-60

**GUWAHATI**

Shivam Compound, NH-37  
Near Binod Nissan Motors, Betkuchi, Kamrup  
Metro, Assam – 781034  
Phone: 918811081316

**SILCHAR**

C/O: Kay Dee Cold Storage Pvt. Ltd,  
Ramnagar, Opp: Isbt, Silchar,  
Cachar, Assam - 788003  
Phone: 03842-268-268

**AGARTALA**

Dhaleswar Road No.1, Agartala  
Tripura (W) – 799 007  
Phone: 0381 230 2244/98620 28281

**PATNA**

Plot No. 369, Patel Colony Road,  
West Transport Nagar, Patna – 800 026  
Phone: 99991 16827 & 99991 16830

**RANCHI**

Garkhantga, Near Tonko Bridge  
Beside Vashnavi Car Cell & Service  
Hatia, Ring Road, Ranchi – 834 003  
(Jharkhand)  
Phone: 9304173252 & 7061384653

**PUNE**

Krushnai Warehouse, Sr.no-43/2/2  
Manterwadi, Uruli Devachi,  
Tal. Haveli Dist. Pune – 412308  
Phone: 7620653711, Mob No. 9325181849

**NASIK**

Baphana Warehousing Pvt Ltd, Gate No 103  
Ambe Hills, Mumbai Agra Road  
Village Jaulke, Tal.Dindori,  
Distt. Nashik – 422206.  
Phone: 9921839081

**MUMBAI**

Plot No – A 784 TTC Industrial Area Khairane  
Khairane Belapur Road  
Navimumbai – 400 709  
Phone: 9320933850/9324134327

**GOA**

No: 56/C, Vivenda Gaurish Nirboga  
Camurlin Village, Post- Loutulim, Salcette,  
Goa – 403 718  
Phone: 0832 285 8815/285 8550

**AHMEDABAD**

Godown No.7, Jamnagar Estate  
Behind Alfa Hotel, N.H. No.8, Aslali,  
Ahmedabad – 382 427  
Phone: 83478 16350, 93768 57169

**BARODA**

Industrial Casting Block No. 4/26,  
BIDC Industrial Estate, Gorwa Road  
Baroda – 390 016  
Phone: 0265 228 2050, 228 2044 &  
WLL: 093779 85634

**INDORE**

Dewas Naka, Behind Agarwal Talkata  
Lasudia Mori, Indore – 452 010  
Phone: 0731 408 8473

**BHOPAL**

C/o Adhish Industries,11A, J.K Road  
Industrial Area, Govindpura, Bhopal  
M.P – 462 021  
Phone: 0755 408 3274 70603 17060

**KATNI**

Maihar Road, N.H. 7, Chaka  
Satguru Dharamkata Premises  
Katni (MP) – 483 501

**RAIPUR**

GD Warehousing, Ring Road No.2  
Opp. Reliance Petrol Pump  
Gondwara, Raipur (CG) – 493 221  
Phone: 0771 400 0640, 400 0641

**BILASPUR**

Kharsa No-487/1, 487/2, Raipur Main Road,  
Near High Court, Bodri Bilaspur, C.G  
Phone: 9109108570, 9109108571

**HYDERABAD**

Door No.14/1/96, Road No. 01  
Beside Kingfisher Godown (UBL)  
IDA Nacharam, Hyderabad – 500 076

**TIRUPATI**

11-15, 3rd Main Road Extension  
Industrial Estate, Opp: CRS Gate  
Renigunta – 517 506  
Phone: 08772 237249

**VIJAYWADA**

Plot No.77, Jawajar Auto Nagar  
Vijayawada – 520 007, Andhra Pradesh  
Phone: 0866 254 4355

**ANANTAPUR**

SR No. 42-2, Beside Prajashakthi Publishers  
Old VRL Godown,Bellary Road, Papampeta  
Anantapur – 515 001

**COCHIN**

Building No.VI 296E,  
Nadakkaparambil, Edayar, Binanipuram  
P.O: Eranakulam – 683502  
Phone: 0484- 2532464, 8590059083  
Mobile: 9349270295

**THRISSUR**

3/293, Near Jerusalem Retreat Center, Thalor  
P.O: Thrissur – 680 306, Kerala  
Phone: 99991 16832/0487 243 0172

**CALICUT**

Building No. 17/678 (Old No.9/156/D)  
Olavanna Bazar, Olavanna, P.O  
Calicut – 673 019  
Phone: 0495 243 0492, 85900 59084

**BANGALORE**

219, 11th Main, 2nd Cross, 3rd Phase,  
Peenya Indutrial Estate, Bangalore – 560 058  
Phone: 8088640704

**HUBLI**

Shine Industries, Plot No. N/13, IInd Cross,  
Industrial Estate, Gokul Road  
Hubballi – 580 030  
Phone: 0836 220 0855

**JAIPUR**

145-A, Jagdamba Nagar  
Behind Herapura Power House  
Near Dasshera Maidan,  
Jaipur – 302 021  
Phone: 0141 315 3943

**KOTA**

M/S S.S. Industries  
E-28, Industrial Area  
Opp. Multimetals  
Kota – 324 007 (Rajasthan)  
Phone: 9024431493

**RAJKOT**

Anand Logistic & Commercial Park Godown  
No.09, Gam Sökkhda, Survey No.97,  
Tal Dist. Rajkot, Near Sat Hanuman  
New 150 Ft Ring Road  
Behind Transport Nagar  
Rajkot Jamnagar By Pass Road, Rajkot, Gujrat

**ANANTNAG**

Khwat No. 12, Khasra no 22/1 and 22/2  
National Highway 44, Mallapura, Anantnag  
Kashmir – 192102

**UDAIPUR**

D-41, Transport Nagar, Goverdhan Vilas,  
Udaipur, Rajasthan – 313001

**JAMSHEDPUR**

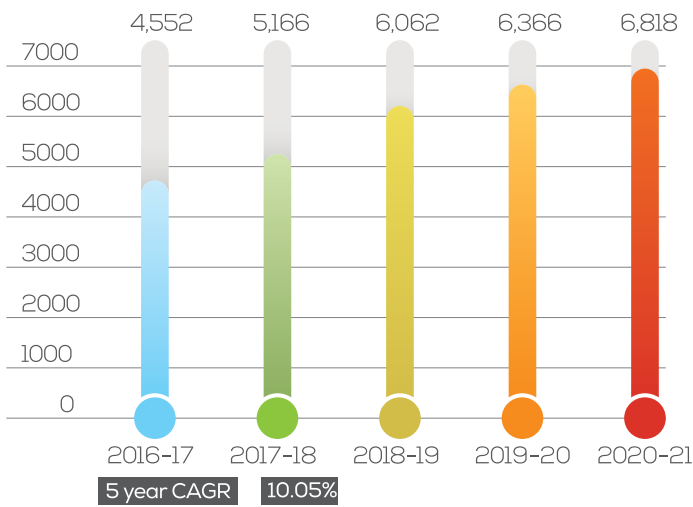
N S -10, 2nd Phase, Industrial Area Adityapur  
Seraikella Kharsawan, Jharkhand – 832109





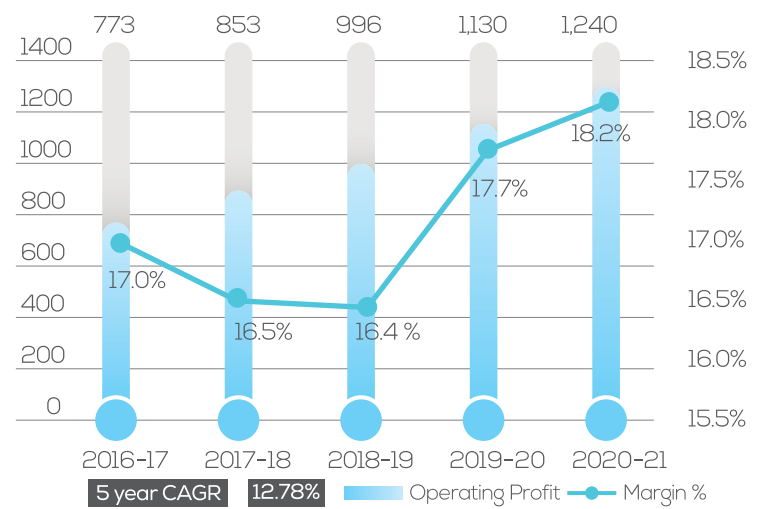
### Revenue from Operations - Consolidated

(₹ in crore)



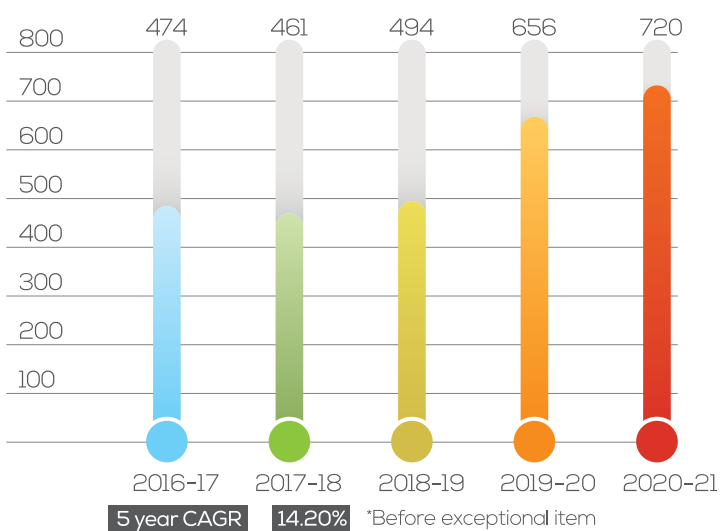
### Operating Profit - EBITDA - Consolidated

(₹ in crore)

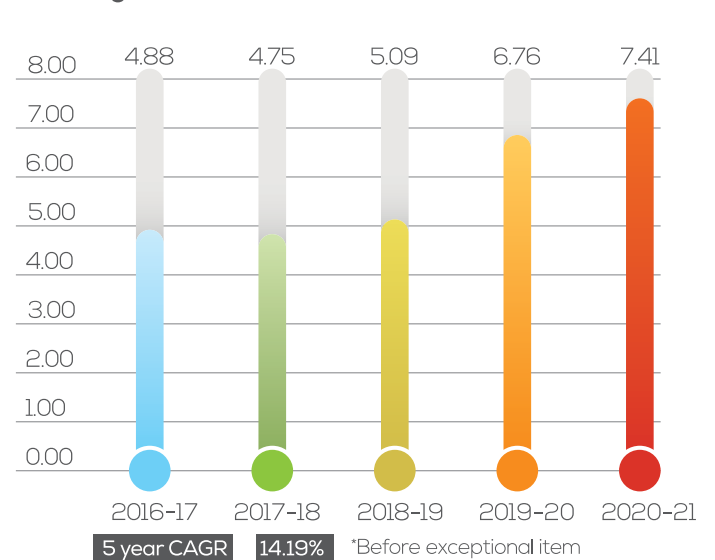


### Profit after Tax - Consolidated

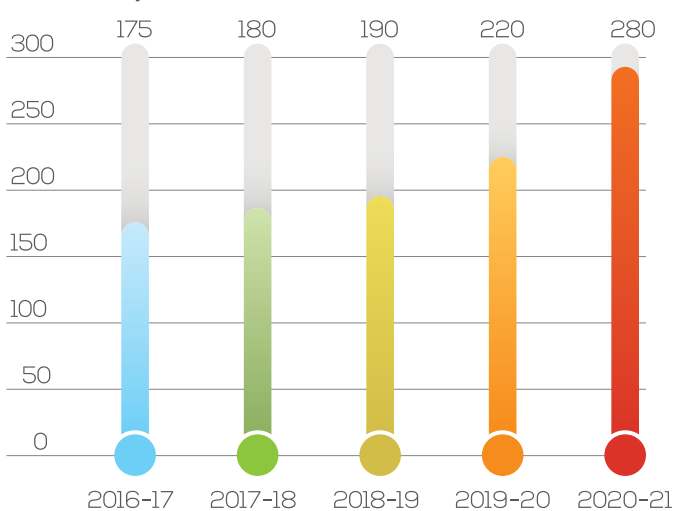
(₹ in crore)\*



### Earning Per Share (₹)\* - Consolidated

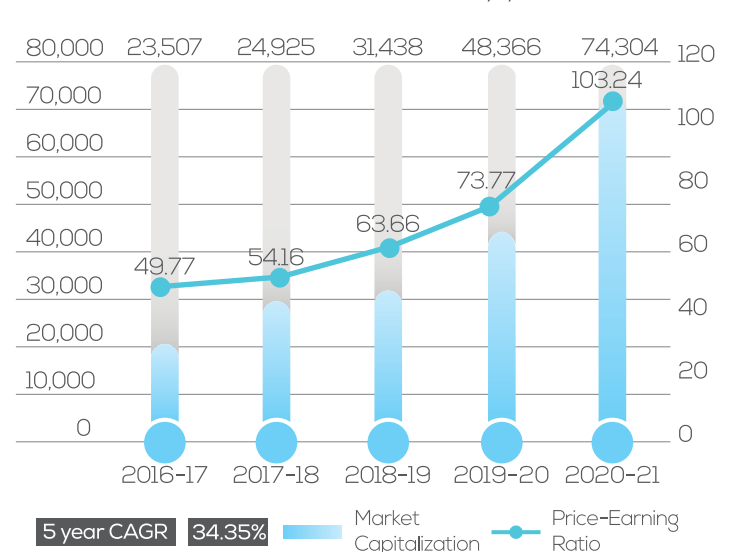


### Dividend per share (%)



### Market Capitalization

(₹ in crore) as on March 31st of every year



\*7th largest point company in the world in terms of market capitalisation

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nahin,  
caring bhi.

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**Pollution**



Protects wall  
surfaces from  
**Covid Virus**<sup>^</sup>



Anti **Bacteria**  
Approved by  
**Indian Medical  
Association**<sup>\*</sup>



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**Formaldehyde**



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<sup>\*</sup>The Indian Medical Association has satisfied itself on the Anti-Bacterial Action of Silk Breathe Easy which results in killing of 99% bacteria on the surface under standard test conditions.  
<sup>^</sup>Walls/Surfaces painted with Silk Breathe Easy, prevents the growth and transmission of COVID Virus (SARS-CoV-2 specific RNA (E&S target gene). This has been studied and proven effective by Government of India Certified Labs.



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