



6th October, 2020

Ref. STOCK EXG/AS/2020

The Corporate Relationship Department BSE Limited 1 st Floor, Phiroze Jeejeebhoy Towers, Dalal Street, <u>Mumbai - 400001</u> Scrip code: 509480	The Listing Department National Stock Exchange of India Limited Exchange Plaza, 5 th Floor, Plot No.-C/1, 'G' Block, Bandra- Kurla Complex, Bandra (E) <u>Mumbai - 400051</u> Scrip Code: BERGEPAIN	Listing Department Calcutta Stock Exchange Limited 7 Lyons Range, <u>Kolkata-700001</u> Scrip Code: 12529
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Dear Sirs,

Sub: Quarterly Compliance Report on Corporate Governance

Enclosed please find the Quarterly Compliance Report on Corporate Governance under Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended 30th September, 2020 for your information and record.

Please acknowledge receipt.

Thanking you.

Yours faithfully,
For **BERGER PAINTS INDIA LIMITED**


ARUNITO GANGULY
VICE PRESIDENT & COMPANY SECRETARY

Encl: a/a

BERGER PAINTS INDIA LIMITED

Berger House, 129, Park Street, Kolkata - 700 017, Phone : 2229 9724-28, 2229 6005-06, Fax : 91-33-2249 9009/9729, www.bergerpaints.com
CIN - L51434WB1923PLC004793, E-mail : consumerfeedback@bergerindia.com

Format of report on Corporate Governance to be submitted by Listed entity on quarterly basis

1. Name of Listed Entity - Berger Paints India Limited
2. Quarter ended - September, 2020

I. Composition of Board of Directors													
Title (Mr/Mrs)	Name of the Director	PAN	DIN	Category (Chairperson/Executive/ Non-Executive/Independent/Nominee)	Initial date of appointment	Date of re-appointment in the current term/cessation	Date of cessation	Tenure*	Date of birth	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr	Kuldip Singh Dhingra	AAJPD8095P	00048406	Chairperson-Non-Executive	17-07-1991	05-08-2019			02-09-1947	1	0	0	0
Mr	Gurbachan Singh Dhingra	AFPPD7906N	00048465	Vice Chairperson - Non-Executive	14-05-1993	05-08-2019			09-04-1950	1	0	1	1
Mr	Abhijit Roy	ADKPR9770R	03439064	Executive	01-07-2012	01-07-2017			12-07-1965	1	0	1	0
Ms	Rishma Kaur	AAFPK0172J	00043154	Executive	01-12-2014	03-08-2019			01-09-1972	1	0	0	0
Mr	Kanwardip Singh Dhingra	AHUPD8109Q	02696670	Executive	01-12-2014	03-08-2019			28-10-1982	1	0	0	0
Mr	Naresh Gujral	AAAPG3651M	00028444	Independent - Non-Executive	20-08-2014	20-08-2019		60	19-05-1948	1	1	1	0
Mr	Pulak Chandan Prasad	AADPP1169J	00003557	Independent - Non-Executive	13-11-2009	01-04-2019		60	27-05-1968	3	3	1	0
Mrs	Sonu Halan Bhasin	AFPPB3402B	02872234	Independent - Non-Executive	01-02-2019	01-02-2019		60	28-09-1963	3	3	4	1
Mr	Anoop Hoon	ABIPH4200N	00686289	Independent - Non-Executive	01-02-2019	01-02-2019		60	15-10-1955	1	1	1	0
Dr	Anoop Kumar Mittal	AITPM3952E	05177010	Independent - Non-Executive	19-03-2020	19-03-2020		60	05-01-1960	2	1	3	0
<p>Whether Regular Chairman appointed - Yes Whether Chairman is related to Managing Director & CEO - No \$ - PAN of any director would not be displayed on the website of Stock Exchange. & - Category of Directors means Executive/Non-Executive/Independent/Nominee, if a Director fits in to more than one category write all categories separating them with hyphen. * - To be filled for only Independent Directors. Tenure would mean total period from which Independent Director is serving on Board of Directors of the Listed entity in continuity without any cooling off</p>													

For BERGER PAINTS INDIA LIMITED
 ARUNTO GANGULY
 VICE PRESIDENT & COMPANY SECRETARY

II. Composition of Committee					
Name of Committee	Whether regular Chairman appointed	Name of the Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)*	Date of appointment	Date of cessation
1. Audit Committee	Yes	1. Mrs Sonu Halan Bhasin 2. Mr Gurbachan Singh Dhingra 3. Mr Pulak Chanda Prasad 4. Mr Naresh Gujral 5. Dr Anoop Kumar Mittal	Non Executive-Independent, Chairman Non Executive-Non Independent Non Executive-Independent Non Executive-Independent Non Executive-Independent	01-02-2019 05-08-2019 01-04-2019 20-08-2019 19-03-2020	
2. Compensation & Nomination & Remuneration Committee	Yes	1. Mr Anoop Hoon 2. Mr Kuldip Singh Dhingra 3. Mr Pulak Chanda Prasad 4. Dr Anoop Kumar Mittal	Non Executive-Independent, Chairman Non Executive-Non Independent Non Executive-Independent Non Executive-Independent	01-02-2019 05-08-2019 01-04-2019 19-03-2020	
3. Business Process & Risk Managemnt Committee	Yes	1. Mr Gurbachan Singh Dhingra 2. Mr Anoop Hoon 3. Mr Abhijit Roy 4. Mr Rishma Kaur 5. Mr Kanwardip Singh Dhingra 6. Mr Srijit Dasgupta 7. Mr Anil Bhalla	Non Executive-Non Independent, Chairman Non Executive-Independent Executive (Managing Director & CEO) Executive Executive Nominee (CFO) Nominee	05-08-2019 01-02-2019 01-07-2017 03-08-2019 03-08-2019 - -	
4. Stakeholders' Relationship Committee	Yes	1. Mr Gurbachan Singh Dhingra 2. Mr Anoop Hoon 3. Mr Abhijit Roy	Non Executive-Non Independent, Chairman Non Executive-Independent Executive (Managing Director & CEO)	05-08-2019 01-02-2019 01-07-2017	
5. Corporate Social Responsibility Committee	Yes	1. Mr Kuldip Singh Dhingra 2. Mr Abhijit Roy 3. Ms Rishma Kaur 4. Mr Kanwardip Singh Dhingra 5. Dr Anoop Kumar Mittal 6. Mr Anil Bhalla 7. Mr Srijit Das Gupta 8. Mr Arunito Ganguly	Non Executive-Non Independent, Chairman Executive (Managing Director & CEO) Executive Executive Non Executive-Independent Nominee Nominee (CFO) Nominee (Vice President & Company Secretary)	05-08-2019 01-07-2017 03-08-2019 03-08-2019 19-03-2020 - - -	

* - Category of directors mean executive/non-executive/independent/nominee. If a director fits in to more than one category write all the categories separating them with hyphen

For BERGER PAINTS INDIA LIMITED

ARUNITO GANGULY
 VICE PRESIDENT & COMPANY SECRETARY

III. Meeting of Board of Directors					
Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the relevant quarter	Whether requirement of Quorum met*	Number of Directors present*	No. of Independent Directors attending the meeting*	Maximum gap between any two consecutive (in number of days)
24-04-2020	14-08-2020	Yes	10	5	52
23-06-2020		Yes			

*to be filled in only for the current quarter meeting

IV. Meeting of Committee					
Date(s) of meeting of the Committee in the relevant quarter	Whether requirement of Quorum met (details)*	Number of Directors present**	No. of Independent Directors attending the meeting**	Date(s) of meeting of the Committee in the previous quarter	Maximum gap between any two consecutive in number of days *
14-08-2020	Yes	5	4	23-06-2020	52

*This information has been mandatorily be given for Audit Committee, for rest of the committees giving this information is optional

**To be filled for only current quarter meeting

V. Related Party Transaction	
Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	N.A
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes
Note	
1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Boards has been composed in accordance with the requirements of Listing Regulations, "yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.	
2. If status is "No" details of non-compliance may be given here.	

For BERGER PAINTS INDIA LIMITED


ARUN K GANGULY
VICE PRESIDENT & COMPANY SECRETARY

VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
 - a. Audit Committee
 - b. Nomination & Remuneration Committee
 - c. Stakeholders Relationship Committee
 - d. Risk management committee (applicable to the top 100 listed entities)
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of the board of directors may be mentioned here.

Name & Designation**Mr Arunito Ganguly, Vice President & Company Secretary****For BERGER PAINTS INDIA LIMITED**
ARUNITO GANGULY
VICE PRESIDENT & COMPANY SECRETARY**Note:**

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.

ANNEXURE III

Format to be submitted by listed entity at the end of 6 months after end of financial year along-with second quarter report of next financial year

I Affirm		
Broad heading	Regulation Number	Compliance status (Yes/No/NA)refer note
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes.
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the Nomination and Remuneration Committee at the Annual General Meeting	19(3)	Yes
Presence of Chairperson of the Stakeholder relationship Committee at the Annual General Meeting	20(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes

Note

- 1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
- 2 If status is "No" details of non-compliance may be given here.
- 3 If the Listed Entity would like to provide any other information the same may be indicated here.

Name & Designation

Company Secretary / Compliance Officer / Managing Director / CEO / CFO

For BERGER PAINTS INDIA LIMITED

ARUNJIT GANGULY
VICE PRESIDENT & COMPANY SECRETARY