



STOCK. EXG/ AG/ 2023-24

17th October, 2023

The Corporate Relationship
Department
BSE Limited,
1st Floor,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400001

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

Listing Department
The Calcutta Stock
Exchange Ltd.
7 Lyons Range,
Kolkata-700001

Scrip Code : 509480

Scrip Code: BERGEPAIN T

Scrip Code : 12529

Dear Sirs,

Sub: Quarterly Compliance Report on Corporate Governance

Enclosed please find the Quarterly Compliance Report on Corporate Governance under Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended 30th September, 2023 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, 2023

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	11-08-2023			02-09-1947	2	1	0	0
Mr	Gurbachan Singh Dhingra	AFPPD7906N	00048465	Vice Chairperson - Non-Executive	14-05-1993	11-08-2023			09-04-1950	1	0	1	1
Mr	Abhijit Roy	ADKPR9770R	03439064	Executive	01-07-2012	01-07-2022			12-07-1965	1	0	1	0
Ms	Rishma Kaur	AAFPO172J	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	26-08-2022		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	1	1	0
Mrs	Sonu Halan Bhasin	AFPPB3402B	02872234	Independent - Non-Executive	01-02-2019	01-02-2019		60	28-09-1963	6	6	4	1
Mr	Anoop Hoon	ABIPH4200N	00686289	Independent - Non-Executive	01-02-2019	01-02-2019		60	15-10-1955	1	1	1	0
Mr	Anoop Kumar Mittal	AITPM3952E	05177010	Independent - Non-Executive	19-03-2020	19-03-2020		60	05-01-1960	2	2	4	0
Mr	Gopal Krishna Pillai	AENPP4301G	02340756	Independent - Non-Executive	15-05-2023	15-05-2023		60	30-11-1949	2	2	4	1
<p>Whether Chairman is related to Managing Director & CEO - No</p> <p>\$ - PAN of any director would not be displayed on the website of Stock Exchange.</p> <p>& - 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.</p> <p>* - 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 period.</p>													

CERTIFIED TO BE TRUE
For BERGER PAINTS INDIA LIMITED


ARUNIMA 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, Chairperson Non Executive-Non Independent Non Executive-Independent Non Executive-Independent Non Executive-Independent	01-02-2019 11-08-2023 01-04-2019 26-08-2022 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 11-08-2023 01-04-2019 19-03-2020	
3. Business Process & Risk Management Committee	Yes	1. Mr Gurbachan Singh Dhingra 2. Mr Anoop Hoon 3. Mr Abhijit Roy 4. Ms Rishma Kaur 5. Mr Kanwardip Singh Dhingra 6. Mr Kaushik Ghosh 7. Mr Anil Bhalla	Non Executive-Non Independent, Chairman Non Executive-Independent Executive (Managing Director & CEO) Executive Executive Nominee (Vice President & CFO) Nominee	11-08-2023 01-02-2019 01-07-2022 03-08-2019 03-08-2019 - -	
4. Stakeholders' Relationship and Investor Grievance 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)	11-08-2023 01-02-2019 01-07-2022	
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 Kaushik Ghosh 8. Mr Arunito Ganguly	Non Executive-Non Independent, Chairman Executive (Managing Director & CEO) Executive Executive Non Executive-Independent Nominee Nominee (Vice President & CFO) Nominee (Vice President & Company Secretary)	11-08-2023 01-07-2022 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



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)
20-04-2023	09-08-2023	Yes	11	6	85
15-05-2023		Yes			

*to be filled in only for the current quarter meeting

IV. Meeting of Committee							
Sr No.	Name 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 *
1	Audit Committee	09-08-2023	Yes	5	4	20-04-2023 15-05-2023	85
2	Nomination and Remuneration Committee	-	-	-	-	15-05-2023	-

*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	



Annexure 1

VI. Affirmations

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes



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 1000 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**

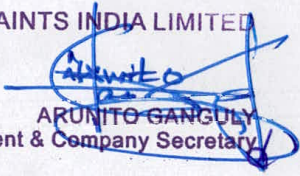
For BERGER PAINTS INDIA LIMITED

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.



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

Affirmations		
Broad heading	Regulation Number	Compliance status (Yes/No/NA) refer note below
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility and sustainability 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
Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes
Submission of Annual Secretarial Compliance Report	24A(2)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes
<p>Note</p> <p>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.</p> <p>2 If status is "No" details of non-compliance may be given here.</p> <p>3 If the Listed Entity would like to provide any other information the same may be indicated here.</p> <p>The listed entity does not have any material subsidiary.</p>		
<p>For BERGER PAINTS INDIA LIMITED</p> <p></p> <p>ARUNITO GANGULY Vice President & Company Secretary</p> <p>Name & Designation Arunito Ganguly Vice President & Company Secretary</p>		

Format to be submitted twice a year, on a half yearly basis by the listed entity at the end of every 6 months of the financial year

Half year ending - 30th September, 2023

I. Disclosure of Loans / guarantees / comfort letters / securities etc.refer note below

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:

Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	NA	NA
Promoter Group or any other entity controlled by them	NA	NA
Directors (including relatives) or any other entity controlled by them	NA	NA
KMPs or any other entity controlled by them	NA	NA

(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them	NA	NA	NA
Promoter Group or any other entity controlled by them	NA	NA	NA
Directors (including relatives) or any other entity controlled by them	NA	NA	NA
KMPs or any other entity controlled by them	NA	NA	NA



(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	NA	NA	NA
Promoter Group or any other entity controlled by them	NA	NA	NA
Directors (including relatives) or any other entity controlled by them	NA	NA	NA
KMPs or any other entity controlled by them	NA	NA	NA

II. Affirmations:

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.

For BERGER PAINTS INDIA LIMITED

Kaushik Ghosh
Vice President & Chief Financial Officer

Name & Designation: Kaushik Ghosh

Vice President & Chief Financial Officer

Note

- These disclosures shall exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt;
 - by a government company to/ for the Government or government company
 - by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity.
 - by a banking company or an insurance company ; and
 - by the listed entity to its employees or directors as a part of the service conditions
- If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table..

Details of Cyber Security Incidence	
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No
Date of the event - Not Applicable	Brief details of the event - Not Applicable

