



20<sup>th</sup> July, 2023

STOCK. EXG/ AG/ 2023-24

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

The Listing Department  
National Stock Exchange of  
India Limited  
Exchange Plaza, 5<sup>th</sup> 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

Scrip Code : 12529

Dear Sir/Madam,

**Subject: Submission of Notice of the 99<sup>th</sup> Annual General Meeting (AGM) of Berger Paints India Limited along with the Annual Report for the Financial Year ended 31<sup>st</sup> March, 2023**

Pursuant to Regulation 30 read with Part A (Para A) of Schedule III and Regulation 34(1)(a) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended), we hereby enclose the Notice of the 99<sup>th</sup> Annual General Meeting ('AGM') of Berger Paints India Limited ('the Company') scheduled to be held on Friday, 11<sup>th</sup> August, 2023 at 11 A.M. (IST) through Video Conferencing or Other Audio Visual Means and the Annual Report of the Company for Financial Year ended 31<sup>st</sup> March, 2023, respectively.

The Annual Report for F.Y. 2022-23 and Notice of the 99<sup>th</sup> AGM is also uploaded on the Company's website at <https://www.bergerpaints.com/investors/annual-reports.html>.

This is for your information and records.

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

  
**Arunito Ganguly**  
Vice President & Company Secretary

Encl.: a/a

**BERGER PAINTS INDIA LIMITED**

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CIN - L51434WB1923PLC004793, E-mail : [consumerfeedback@bergerindia.com](mailto:consumerfeedback@bergerindia.com)



# A vibrant legacy of

Trust. Excellence. Innovation

ANNUAL REPORT 2022-23

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To view the report online, log on to [www.bergerpaints.com/investors/annual-reports](http://www.bergerpaints.com/investors/annual-reports)



## Key highlights of FY 23

Consolidated topline  
**₹ 10568 crore**

**Highest Revenue growth**  
 in the listed industry space

Standalone turnover growth  
**22.3%**

Consolidated turnover growth  
**20.6%**

Revenue by **Protective Coatings** business  
**>₹1,000 crore**

**Added 8,000+**  
 New retail touchpoints during the year

Revenue of the **Indian non-auto industrial** business  
**~₹1,450 crore**

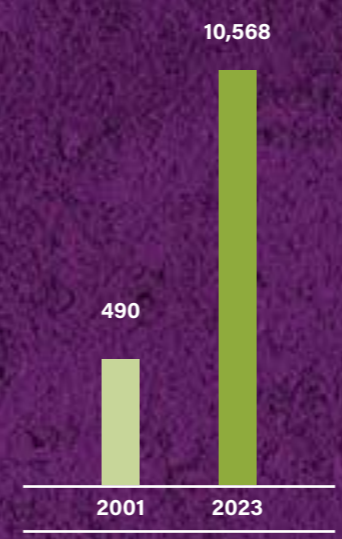
**Added 5,200+**  
 New Colourbank machines during the year

## Growth path in period FY 01 to FY 23 (22 years)

Growth in sales  
**22 times**

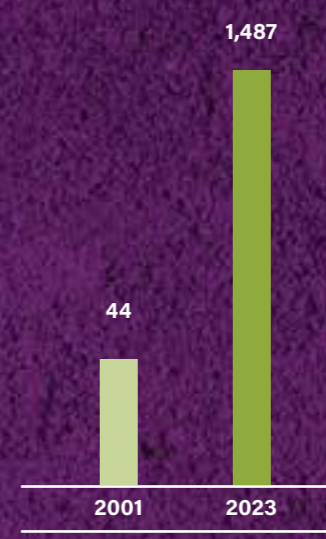
Growth in operating profit  
**33 times**

**Revenue**  
 (in ₹ crore)



CAGR of Revenue  
**15%**

**Operating Profit**  
 (in ₹ crore)



CAGR of Operating Profit  
**17.4%**

# A vibrant legacy of

Trust. Excellence. Innovation

**For nearly a century, our vibrant legacy has woven a tapestry of trust, excellence and innovation, touching the lives of millions of people in India and many other geographies. It has been an eventful journey of fabulous innovation and dedicated execution, crossing one milestone after another.**

We have accomplished 22x sales growth in 22 years and 33x operating profit growth in 22 years, reinforcing our industry stature and brand reputation. Legacy for us is not a static word, but a call to constant action and outreach to stakeholders in order to build a bigger, better and bolder Berger Paints.

We constantly push boundaries, revamp our product offerings, strengthen our capabilities, enhance our omnichannel presence, and optimize our supply chains with utmost efficiency. FY23 saw us surpass the Rs 10,000-crore consolidated revenue mark with confidence.

Supported by a conducive macro-economic environment, government's emphasis on infrastructure development, youthful demographic with aspirations, and easier access to credit, we are optimistic of amazing growth in volumes and value-added products in the coming years.

Empowered by a vibrant legacy, we are accelerating our growth trajectory with focus on product and process innovation, execution excellence and stakeholder trust.





## Nurturing excellence with stakeholder integrity

Founded in 1923, Berger Paints India Limited (hereafter referred to as Berger), has built a 'legacy' to become a leading paint manufacturer in India and is one of the top 15 global paint companies in terms of revenue. We are bringing hassle-free home painting services that transforms every home, while keeping our customers safe and comfortable.

Over the years, we have gained the trust of our stakeholders, including suppliers, vendors, customers, dealers, consumers, employees and shareholders which has served as the foundation of our long-term partnerships, as we continue to flourish in the dynamic paint industry.

With 25 manufacturing plants (including plants of subsidiaries) in India, along with two in Nepal, one each in Poland and Russia, we ensure timely supply and superior quality products. Our pan-India presence is strengthened by a robust distribution network of over 60,000 dealers and retailers and 184 stock stations, which enables us to reach customers across residential, commercial and industrial sectors.

Today, we offer a diverse portfolio of high-quality paints for both industrial and decorative use, along with innovative solutions such as waterproofing and express painting services. With innovation at the forefront and scaling the business to leave a lasting impression on the world, we have made significant strides for the last couple of decades. This has aided us in developing an innovative product line-up, striking the right balance between keeping our customers happy and investors delighted. At Berger, we have always strived to intertwine the sustainability agenda into our business objectives and considered sustainability focus a key driver of long-term value creation.

### Our corporate philosophy



#### Philosophy

At Berger, we believe in driving growth through innovation.



#### Vision

To be the most admired Indian Paint & Coating Solutions company with globally recognised competencies.



#### Mission

To maximise shareholder value by developing and delivering innovative and best solutions for our customers, consistently outperforming our peers and providing a

# Dynamic & Challenging

work environment for our employees.

## A quick look at our numbers

2<sup>nd</sup>

Largest paint company in India

12,72,705 KL-MT.

Consented manufacturing capacity

4<sup>th</sup>

Largest paint company in Asia

184

Warehouses

7<sup>th</sup>

Largest paint company in World

29

Paint manufacturing facilities worldwide

7<sup>th</sup>

position among top 15 Global paint companies as per Market Capitalisation

194<sup>th</sup>

position in Fortune India 500 list for 2022 (up from 200<sup>th</sup>, last year)



## Chairman's Message



Our success in consistently meeting customer expectations has been the principal reason for our continued success in all these years.



**Kuldip Singh Dhingra**  
Chairman

### Dear Shareholders,

On behalf of the Board and the entire leadership team at Berger, I am deeply grateful to all of you for being a part of our transformational journey for nearly a century. As we reflect on Berger's journey across decades and its profound impact on India's paints and coatings industry, we are filled with hope, optimism and a deep sense of responsibility to uphold the legacy.

I have had the privilege of being a part of this journey since 1991, when I took over as the Chairman of Berger Paints to help chart its journey to greatness. We had made a commitment then to strive to meet the ever-evolving needs of our customers, no matter what the challenges. This required us to be at the vanguard of innovation, quality assurance, and customer satisfaction in the industry.

Our success in consistently meeting customer expectations has been the principal reason for our continued success in all these years. In this process, we have been helped by many highly motivated and committed team members, who went beyond their call of duty to prove their worth and emerge as the driving force of the organisation. It has therefore been a matter of great pride for me to have presided over the three decades during which Berger rose from being the laggard No. 5 in the Indian paint industry to being amongst the four largest paint companies in Asia and amongst the 7 largest decorative paint companies in the world. Together, we painted Berger's vibrant story of growth.

Now coming to the big picture that unfolded before us in FY23, the Indian economy has indeed weathered the global slowdown far better than many other economies of comparable size and heft. At Berger, we kept an unwavering eye on our innovation pipeline, both for launching new

products and for new services, and have been quite successful in bringing to the market a wide array of successful solutions.

Given the state of the world economy and the macro-economic environment, we were conscious of the need to be fiscally responsible even as we capitalised on all available opportunities for growth. Various measures were taken to keep operating costs in check and to maintain our record of profitable growth. This was supported by launches of well researched and innovative products, customer-friendly services, optimised product formulations, highly efficient supply pipeline and expanding distribution reach.

We have witnessed phenomenal growth between 2001 and 2023, surpassing the GDP growth by a good measure. However, we have never tried to accelerate growth by playing the price card and putting undue pressure on our esteemed customers. Even as revenues were galloping at 22x in this period, our profits in the same period grew at an unprecedented rate of 33x. This same period threw up the challenges of demonetisation, GST and Covid. However, where others saw a crisis, we saw an opportunity. We stayed true to our organisational ethos of focusing on the consumer and innovated significantly, putting emphasis on services and emerging product segments, and grew while delivering stellar and profitable growth to our stakeholders.

### Where efficiency meets excellence

We continually adopt cutting-edge technologies that improve manufacturing efficiencies and adopt environmentally responsible manufacturing practices. For instance, our latest plant at Sandila in UP,



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that became operational in February this year, is completely automated and a zero-liquid discharge plant. Many of our earlier plants have been upgraded and retrofitted with newer technologies especially roof-top solar power plants resulting in 66,41,152 kwh of electricity generated through solar power in FY 22-23.

Our distribution reach has grown significantly in recent years with Berger adding over 8,000 retailers in the last financial year alone and continuing to add more every day. Today, we use a significant level of digitisation to drive efficiency, optimise costs and enhance customer experience.

We use digital tools for project management, market reconnaissance, project estimation, colour selection, scheduling and invoicing, including data analytics to understand customer behaviour and market trends. In addition, Darwin Box for human resource management and O9 for supply-chain management have been among the many solutions implemented, which have accelerated decision-making significantly.

The use of AI-enabled solutions is quite prevalent across functions and we are also

using it to enhance the consumer-service experience. We are also convinced of the need to further enhance the degree of digitisation across the organisation.

### Strengthening our brand equity

Berger enjoys a sizeable brand equity among Indian consumers, thanks to the inherent customer-centricity in its core business values, supported by a consistent marketing outreach to its consumers. At Berger, we recognise the need to continually connect with, engage, inform, educate our customers and use both traditional and new-age media to do so.

We attempt to tell compelling stories using relatable characters and curated customer experiences. Some of our brands also have celebrity influencers but these decisions are very carefully taken as we are cognisant of the need for our advertising to consistently reflect our personality, core values and the unique selling propositions of our brand. Establishing a clear brand identity is important as it helps reinforce brand recall in the minds of consumers.

Television, print and radio have always been an integral part of our communication



Our stated mission is to maximise shareholder value by developing and delivering innovative solutions for our customers, consistently outshining our peers and providing a dynamic and challenging work environment to our teams.

arsenal. Some of our biggest successes have been with the brands Easy Clean and WeatherCoat Anti Dustt, both of which enjoy market leadership in their respective categories. The share of digital media in our plan has been gradually increasing, as is the trend worldwide. Digital marketing spends have risen four-fold in the last two years and will continue in the same trajectory. The luxury product portfolio is being developed using the digital route.

**Maximising value across geographies**

Our stated mission is to maximise shareholder value by developing and delivering innovative solutions for our customers, consistently outshining our peers and providing a dynamic and challenging work environment to our teams.

Away from India, we adhere to the same culture of innovation and competitiveness in other geographies where we are present. We are present in Nepal, Russia, Poland and through step-down subsidiaries, in the UK, France and Ukraine. Growth in the Nepal market is closely linked to the GDP growth of the economy, which has been modest, but is expected to be restored in time.

Bolix, our Polish subsidiary, is performing well after a year of hardships. The renewed focus of European economies on energy conservation has given us reason to be upbeat and excited by the immense possibilities being thrown up. The UK subsidiary is also evaluating several business strategies with encouraging outcomes.

**Together, we shape a vibrant legacy**

Berger's most valuable asset is our highly motivated workforce, and we are focused on attracting and retaining the best talent in the industry. We offer a competitive compensation and benefits package, an open, welcoming and enabling work environment and excellent growth prospects. Now, we also have a well-staffed HR function with a strong team to drive our Learning & Development team; and have invested substantially in training and development programmes and fostering a positive work culture.

We also promote diversity and inclusion among our workforce, and some of our plants have entire sections of only women employees. This is an area that can be improved further and we are firmly committed to the objective.

**Painting a brighter tomorrow responsibly**

Responsible growth for us encompasses a wide spectrum of initiatives. In manufacturing, it involves using environment-friendly ingredients, cutting energy usage and developing paint recycling programmes. We also invest resources in skilling and local community development initiatives as part of our CSR obligations.

Berger is well on course to achieve the standards set by global agencies in ESG. There has been a constant endeavour to reduce carbon emissions and increase the generation of power through rooftop solar power plants installed at the manufacturing facilities of the Company. Afforestation initiatives with creation of Green Belt, recycling of plastic waste, lead, chrome and heavy metal-free products in the decorative paint segment are a few other key initiatives. The usage of bio-briquette fired thermic fluid heaters, LED lights and zero liquid discharge from factories are few among the many sustainability initiatives undertaken by Berger. The policies, systems and practices at Berger are aimed at integrating sustainability into our business operations.

A strong culture of corporate governance also remains the cornerstone of our success story. Our Board comprises highly acclaimed industrialists, professionals, marketing and HR champions, social activists, business analysts, and so on. The governance framework covers, in addition to compliance with Company law and rules, code of conduct, a transparent whistle



We are privileged to be partners in the growth story of one of the world's fastest growing economies. Our country offers the paint industry a plethora of growth opportunities — from fast-growing cities and new urban agglomerations to affordable housing; from the vibrant automotive sector to the rapidly growing white-goods and general industrial segments.

blower policy, statutory and secretarial audits, committees for business process and risk management, nominations and remuneration, internal audit, share transfer, among others. All committees have members with a strong domain knowledge. We have a zero-tolerance policy for ethical compromises of any kind. Corrective action is always quick and surgical.

**Partnering India's progress**

We are privileged to be partners in the growth story of one of the world's fastest growing economies. Our country offers the paint industry a plethora of growth opportunities — from fast-growing cities and new urban agglomerations to affordable housing; from the vibrant automotive sector to the rapidly growing white-goods and general industrial segments. Berger Paints has the unique advantage of having an extremely strong presence in every paint category and every market segment.

FY2023-24 will mark the completion of a century of our operations. As we look towards the future, we are filled with optimism. Our rich heritage, our single-minded focus on innovation, excellence and

customer-centricity, backed by the strength of a committed workforce will ensure that the next century of growth will be even better than the first.

Our growth story in the new century will therefore be marked by agility and adaptability to new technologies and opportunities. We will double down on our efforts to ensure sustainability and responsible business growth. We will continue to pursue strategic expansion opportunities to broaden our market reach and build market share. Our commitment to customer satisfaction will extend into the next century and we will continue to deliver great products, personalised services and innovative solutions.

I am confident that you will continue to encourage and support all our endeavours, as we add new chapters to our vibrant growth story.

Regards,

**Kuldip Singh Dhingra**  
Chairman





## Managing Director & CEO's Message



**Abhijit Roy**  
Managing Director & CEO

### Dear Shareholders,

I am happy to share that we are at the threshold of a historic milestone, and will be soon completing a century of operations in India, with the encouragement and support of all our esteemed customers and other stakeholders.

Over the decades, we have crafted a vibrant legacy, emerging as a leading paint company in India, and also having operations in Poland, Nepal and Russia, with a revenue of \$1.3 billion approximately.

In all these years, India's socio-economic landscape has evolved with big transformational changes impacting

the paint industry. They are digitisation and formalisation of the economy, faster urbanisation led by an aspirational young population, the government's continued emphasis on infrastructure creation and the focus on sustainability.

We view these macro tailwinds as growth opportunities and appropriately reconfigure our business model to deliver sustainable value to our customers and stakeholders. It is interesting to mention in this context that while our consolidated revenue for 2001 was only Rs 490 crores, it stood at Rs. 10,568 crores in 2023.

While comparing Berger's 90-year journey with the last decade, the word 'remarkable' may be an understatement. While the first 90 years of Berger's existence saw Berger clocking sales of Rs 3,346 crores, a phenomenal Rs 7,222 crores have been added in the last decade. Profits during the 90 year's journey reached Rs. 371 crores while in the last decade Rs. 1,116 crores were added. Market capitalization in 90 years stood at Rs. 6,761 crores while in the last decade Rs. 49,328 crores were added. This performance would not have been possible, without the dedication and innovative capabilities of our teams, who have empowered Berger's vibrant legacy every step of the way.

### Revisiting FY2022-23

Talking about the year under review, FY2022-23 presented a largely volatile business environment globally, worsened by the continued geopolitical tensions in Europe and high inflationary trends in both advanced and emerging economies. We had to grapple with high raw material prices in the first half of the year, which gradually normalised in the later half of the year. We had to undertake various strategic decisions to navigate through adversity.

We launched new customer propositions and a wide spectrum of innovative products across every segment to keep the demand sentiment high. During the year under review, Berger introduced products like 'Silk Glamor Matt' and 'Silk Glamor Dazzle' in the luxury emulsion interior category. We launched a superior and innovative version of Luxol Enamel with Superior gloss and Xtra coverage under the brand name 'Luxol PU Enamel'. The DAMPSTOP brand with the tagline 'No Jhanjhat, Dampstop Fatafat' promotes hassle-free waterproofing. Newly introduced, 'Dampstop Duo' and 'Dampstop Advanced' are ready to use painter friendly products, which do not require mixing various products at site and going through the masonry hassles of conventional waterproofing where one needs to break open the wall to reach the

brick surface to carry out waterproofing treatment. 'Dampstop Duo' and 'Dampstop Advanced' can be applied by a paint brush on the surface of the wall. 'Dampstop Duo' is a unique product which no other Company has in India today. It combines primer with waterproofing property and hence named 'Duo'. It has 2 bar-negative waterproofing ability and is easy to apply. It can be applied on both interior and exterior walls to tackle low to moderate dampness. 'Dampstop Advanced' has 4 bar-negative waterproofing ability that can be applied on both interior and exterior plastered surfaces, which is meant to tackle moderate to high dampness. We also introduced 'Berger WeatherCoat Long Life 15' for exterior walls. It comes with a 15-year performance warranty and has received an excellent initial response from the launch markets. 'Berger WeatherCoat Anti Dustt Kool' is a unique product for exterior walls which comes with heat reflective nano-technology. WeatherCoat Anti Dustt Kool's unique formulations provide excellent protection against dust and heat that keeps the house brighter and cooler for years to come. In areas which have high temperatures during most part of the year, Anti Dustt Kool is a very good solution. 'Berger WeatherCoat Long Life Flexo', is a great product which has a high degree of elasticity and covers the hairline cracks on the walls and protects the walls from rain and dust for a long time. It is a high-performance exterior emulsion which comes with an 8 year performance warranty.

Despite challenges, our consolidated top line crossed Rs 10,000 crores in 2022-2023. We also gained market share in India, with standalone turnover growth of 22.3%, which is the highest in the listed industry space. We expanded our retail footprint, adding 8000+ new retail touchpoints in the financial year 2022-23 and installed 5200+ colour bank machines.

On the capacity expansion front, our biggest plant at Sandila, Uttar Pradesh commenced commercial production in February 2023 with a 33,000 metric tonne capacity, which will manufacture products across all categories.

We will continue to strengthen the capacity addition in existing plants, but no further

green field projects are envisaged for the financial year 2023-2024. It is pertinent to mention here that our new plant at Panagarh in West Bengal is expected to be commissioned in 2025-26 to produce industrial paints, solvent based paint and construction chemicals.

On the international business front, we faced temporary hardships, owing to geopolitical headwinds. However situation has started to normalize gradually and we should be back on growth path in 23-24. We are confident of achieving long-term growth, as the industry globally remains largely attractive.

### A closer look at our business segments

In our decorative business, we have witnessed consistent growth both in volume and value terms, thanks to the range of innovations that we have introduced over the years. The decorative volume growth clocked 17.5% while the corresponding value growth looked impressive at 22% for FY 2022-23. The 3 year CAGR for decorative business registered a value growth of 18.2%. We are building on our existing strengths, with more than 60,000 retail touchpoints across the country. Several innovative products have been introduced during the reporting year, and more are in the pipeline.

I am happy to share that the protective coating business itself crossed Rs. 1,000 crores in FY2022-23. We are the market leader in India in this segment. We are also the market leader in the General Industrial segment along with our wholly owned subsidiary, SBL Specialty Coatings Private Limited. The non-auto industrial business also recorded impressive growth with a top line of about Rs. 1450 crores. All industrial business lines demonstrated improved profitability at the operating margin level. Our protective and general industrial business is likely to have a high compounded growth rate, aided by the government's continued focus on infrastructure creation and emphasis on 'Make in India'.

I must also mention here that Berger is fast emerging as a significant player in the construction chemical business. Along with our subsidiary STP Ltd., we achieved a revenue of approximately Rs 1,000 crores

during the year. We have introduced a whole range of products in this segment, along with scientific waterproofing solutions.

Our extensive R&D efforts empower us to deliver best-in-class and innovative products to our diverse customers. We have streamlined our processes through automation and digitisation to make our business model more efficient and cost optimised. We are also strengthening our brand equity by judiciously leveraging both traditional and digital media.

### Investing in a sustainable future

As one of the most prominent industry players, we have a responsibility towards building a sustainable future for all. Our ESG strategy includes environmental conservation, upskilling and motivating our teams and supply chain partners and supporting various communities.

All our manufacturing units are equipped with rooftop solar power projects and our recently commissioned Sandila plant is capable of running entirely on solar power through a 2 MW capacity rooftop solar power plant. We have also managed to reduce our carbon footprint of around 17,256 MT in FY 2022-23. We are working on various other projects such as War on Waste (WOW), the water conservation initiative named 'Project JAL' and 'Project Stree Shakti', which demonstrate our commitment towards sustainability and promotion of diversity and inclusion.

### Confident steps towards the future

We expect to improve our performance across all business segments in view of the strong demand outlook following moderating inflation, the prediction of a normal monsoon and high credit growth in the economy.

I take this opportunity to thank all our customers, shareholders, Board members and the larger stakeholder fraternity for their relentless support in our journey.

Regards,

**Abhijit Roy**  
Managing Director & CEO



## Board of Directors



**Mr Kuldip Singh Dhingra**  
Chairman



**Mr Gurbachan Singh Dhingra**  
Vice-Chairman



**Mr Abhijit Roy**  
Managing Director & CEO



**Ms Rishma Kaur**  
Executive Director



**Mr Kanwardip Singh Dhingra**  
Executive Director



**Mrs Sonu Halan Bhasin**  
Independent Director



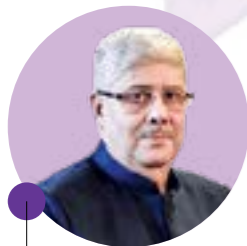
**Mr Pulak Chandan Prasad**  
Independent Director



**Mr Naresh Gujral**  
Independent Director



**Dr Anoop Kumar Mittal**  
Independent Director



**Mr Anoop Hoon**  
Independent Director



**Mr Gopal Krishna Pillai**  
Independent Director

## Corporate Information

### Audit Committee

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

### Business Process & Risk Management Committee

Mr Gurbachan Singh Dhingra (Chairman)  
Mr Abhijit Roy  
Mr Anoop Hoon  
Ms Rishma Kaur  
Mr Kanwardip Singh Dhingra  
Mr Anil Bhalla  
Mr Kaushik Ghosh

### Corporate Social Responsibility Committee

Mr Kuldip Singh Dhingra (Chairman)  
Mr Abhijit Roy  
Ms Rishma Kaur  
Mr Kanwardip Singh Dhingra  
Mr Anil Bhalla  
Dr Anoop Kumar Mittal  
Mr Arunito Ganguly  
Mr Kaushik Ghosh

### Compensation & Nomination & Remuneration Committee

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

### Stakeholders' Relationship & Investor Grievance Committee

Mr Gurbachan Singh Dhingra (Chairman)  
Mr Abhijit Roy  
Mr Anoop Hoon

### Share Transfer Committee

Mr Abhijit Roy (Chairman)  
Mr Anoop Hoon  
Mr Kaushik Ghosh  
Mr Arunito Ganguly

### Key Managerial Personnel

Mr Abhijit Roy  
(Managing Director & Chief Executive Officer)  
Mr Kaushik Ghosh  
(Vice President & Chief Financial Officer)  
Mr Arunito Ganguly  
(Vice President & Company Secretary)

### Registered Office

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

### Corporate Website

www.bergerpaints.com  
Feedback  
consumerfeedback@bergerindia.com  
CIN: L51434WB1923PLC004793

### Statutory Auditor

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

### Cost Auditors

(i) N. Radhakrishnan & Co.,  
11A Dover Lane, Flat B 1/34,  
Kolkata -700029

(ii) Shome & Banerjee  
5A, Nurulla Doctor Lane  
(West Range), 2nd floor,  
Kolkata - 700017

### Secretarial Auditor

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

### 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.  
BNP Paribas  
IndusInd Bank Ltd.  
Federal Bank Ltd.  
RBL Bank Ltd.  
The South Indian Bank Limited

### 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

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## Elevating manufacturing expertise

Our focus on introducing new products and service propositions, necessitates sustained investments in enhancing our manufacturing processes. To achieve this purpose, we ensure prudent capital allocation towards all these requirements, focusing on ensuring that these investments push the business growth objectives forward. Committed to being a responsible organisation, we have always strived diligently to adopt sustainable business practices across all our operations.



New Sandila (Uttar Pradesh) plant



### Excess give-away (EGA) control

Along with Project Sanchayan, the EGA initiative strives to limit and regulate excess give aways during the filling process. As part of this project, we have implemented an automatic SCADA-based weight monitoring system at our filling stations, enabling real-time monitoring of excess giveaways in each Stock Keeping Unit (SKU). By leveraging a manufacturing dashboard accessible remotely, we have been able to reduce the overall excess giveaway from 0.29% to 0.19% in FY23. This has also helped ensure compliance with legal metrology norms while minimising under-filling.



### Project Paragon

In-transit damages entail financial losses and affected our overall costs. In response to these concerns, 'Project Paragon' was initiated in our supply chain. This has reduced damage to over-shipped volume by 53% compared to the previous year. Regular monitoring is now in place to sustain these improvements and minimise transit damages.

#### Reduced damage by

# 53%

Compared to last year



First ever International award in the Quality segment for Berger Paints India at ICQCC-2022 held at Jakarta, Indonesia



### Project 'JAL'

To reduce groundwater intake at our factories, we launched Project 'JAL'. By reusing flushing water in production, judiciously budgeting and installing additional tools at intake points, we have considerably lowered our water intake. The project has not only increased production capacities without expanding the Effluent Treatment Plant (ETP) but also saved a substantial amount of water, sufficient to fulfil the drinking water annual needs of 2.8 crore people. During the year under review, our overall specific water consumption was reduced by over 35%.

# 35%

Reduction in overall specific water consumption



### Mahila Sashaktikaran

Along with our female team members, our manufacturing team is striving to bridge the gender gap in the industry. By empowering women and extending consistent support, we will develop female leaders in the industry.



### Project Sanchayan

We initially launched Project Sanchayan, aiming to boost productivity, which was subsequently implemented across our subsidiaries, spanning all product lines. The project's remarkable success has not only resulted in substantial cost savings but has also demonstrated our commitment to environmental sustainability. By adopting alternative fuels and significantly increasing our solar power generation capacity, we have reduced our carbon footprint and paved the way for a greener future.



### Clean to Green

Our manufacturing excellence team have introduced a more environment-friendly and cost-effective approach to use spent solvent in green way. Introduced as clean and green washing/flushing solvent as a new product, brought cost saving along with sustainability. Further the lost distillation process of solvent distillation being replaced by Cold Filtration.



### Digital manufacturing

Recognising the significance of Industry 4.0 and digitalisation in manufacturing, we have adopted best-of-breed technologies and introduced an 'Online Attendance Management System', an 'E-compliance tracker', and a 'Manufacturing Dashboard' at our factories. These digital tools provide real-time insights into filling lines, production figures, productivity and manufacturing costs, aiding informed decision-making.

#### Initiatives to watch out for in FY24

To further enhance manufacturing efficiency, we have following upcoming initiatives:

#### Reimagining Grinding

We aim to optimise the pre-mixing stage by modifying the cowl disc to incorporate a specific level of grinding. Retrofitting this modification on existing cowl discs will reduce batch cycle time and power consumption, ultimately improving overall operational efficiency.

#### Substitute of ball mill for decorative solvent-based and top-coats

To address the limitations of the traditional Ball mill, Berger intends to replace all existing ball mills with Basket mills for

the production of solvent-based paints. By eliminating the need for ball mills, we aim to achieve 'Zero Ball Mill operations for Decorative and Topcoats Solvent Based paint' in FY24, further optimising our manufacturing processes.

#### Operations clean sweep

An ambitious project to improve machine productive time by reducing cleaning downtime and hence the lowest change over time. Working on an automated high-efficiency equipment cleaning in all reactors and mixers, we hope that this will increase machine productivity.

#### Efficient inventory management

The **Materials** function plays a crucial role in ensuring JIT arrangement, availability, and supply of raw materials for the production of an excellent product range. Through constant research and development, and strategic buying, the Materials function strives to procure the best raw materials, achieve major discounts, explore alternative and cost-effective packing materials, improve logistics, reduce delivery costs and time, enable digitalisation by abiding all applicable regulations.



## Optimising our Logistics

Our focus on supply chain management has helped us streamline our operation. We have demonstrated a strong Compounded Annual Growth Rate (CAGR) of 15% by implementing customer-centric initiatives. To support our objectives, we have embraced the vision of designing an agile, responsive and digitally enabled supply chain, reducing dependency on manual processes.



### Building a reliable supply chain

Supply chain digitisation helps us gain a competitive advantage by streamlining processes, enhancing visibility and enabling faster decision-making.



### End-to-end supply chain digitisation

We implemented the end-to-end digitisation of our supply chain. This achievement set us apart as one of the few organisations that have successfully deployed an end-to-end digitisation solution across sales, marketing, procurement, logistics and manufacturing. Notably, the implementation was a 'Right First Time' success, providing a strong foundation for further advancements.



### Change management and best-in-class processes

We have a robust change management system. Additionally, we have adopted innovative solutions and best-in-class processes across all operational aspects, providing stakeholders with near real-time visibility and a single source of truth. This successful change management framework helped us to pull a very successful end-to-end supply chain digitisation, in the first attempt, a rarity in the industry.



Awarded at the 14<sup>th</sup> Express, Logistics & Supply Chain Leadership Awards for our robust supply chain management

### Addressing new-age supply chain challenges: The Berger Way



**Introducing new products:** Post-pandemic, we have launched new products that cater to the shifting preferences of our customers. Our digitised supply chain enables the smooth integration of these products into our production and distribution processes.



**Brand extension of commodity products:** To address sudden changes in the demand mix, we focused on extending our brand to commodity products, ensuring a timely response to evolving market demands.



**Faster introduction and scaling of new verticals:** We continued to introduce and scale new verticals such as accessories and construction chemical product lines, leveraging the digitised supply chain for efficient planning and execution.



**Warehouse stock availability and working capital management:** The digitised supply chain helped optimise stock availability at warehouses, reducing overall stock holdings and improving working capital management.



**Reducing slow-moving items:** Despite having a diverse product portfolio, we successfully reduced slow-moving items through strategic planning and inventory management.



### Value creation in strategic areas

We leverage our supply chain capabilities for strategic management of finished goods and vendor supplies, especially for putty products. This has resulted in increased direct dispatches to achieve scalable and cost-efficient finished goods logistics. We also enhanced the control and sourcing efficiency of key raw materials by collaborating with vendors.



### Focus on Warehouse Management System (WMS)

To further enhance traceability and provide an improved experience to channel partners and customers, we at Berger Paints, are working diligently to implement a Warehouse Management System (WMS) across our network. This will enable better inventory management and ensure smoother operations within the warehouse ecosystem.



## Innovation-focused R&D

Our legacy is built on trust, excellence, and a relentless spirit of innovation.

Research and innovation have always been integral to our growth. In 1976, we became the first paint company in India to be recognised by the Department of Scientific and Industrial Research, Government of India, for our commitment to scientific advancement. Over the years, we have pioneered the industry by providing solutions tailored to customer needs, which include the base tinting system, easy clean wall paint, easy clean fresh, waterproof putty and express painting service.



Corporate R&D Centre, Howrah

### Our journey of innovation

#### Architectural Products

Bison Distemper, an acrylic emulsion-based distemper, was introduced in the late 1980s. This is a cost-effective option that provides a smooth finish. It rapidly gained popularity due to its matte texture, easy brush ability and wide shade range.

Our range of interior wall finishes was further expanded to include matt, semi-gloss, and glossy options. In the 1990s, we introduced Easy Clean, a highly washable product, and replaced traditional cement-based powder paint with durable acrylic emulsion-based exterior paints. These paints exhibited good resistance to microbial growth, leading to a briefer painting cycle.

Even today, we continue to introduce innovative products such as WeatherCoat Anti-Dustt, which keeps buildings clean, and WeatherCoat Long Life, which has a life expectancy of 7 to 15 years. Our flagship product, Luxol High Gloss, paved the way for Luxol Extra, a tintable enamel, and later Luxol PU, a polyurethane-based enamel. We created eco-friendly water-based products with considerably less odour and fewer volatile organic compounds (VOCs). New products have also been introduced in the industrial product line which has been discussed later.



Awards won in the Indian Paint Association Technical Paper Competition, Goa. Won 2 research-related awards out of 3 which reflects the high level of ongoing Research Work. Also won the 1st prize in the Review category.



It is not only the innovation accomplishment but the legacy of continual improvement to meet demanding applications that have resulted in building the trust of the customers and stakeholders over the years.



## Strengthening our IT infrastructure

We understand the criticality of information security and are dedicated to safeguarding our business-critical data against unauthorised access. Our management team, along with department heads, drives initiatives aimed at ensuring a rigid cybersecurity framework at the organisation. By leveraging cutting-edge technologies, we exemplify our commitment to preserve the confidentiality and integrity of data.



Big CIO 100 Leaders Award

**Towards achieving automation, we have:**

**Implemented**  
**100%** DarwinBox  
 (Human Resource Management System)

**Adopted**  
**09** solutions  
 (Supply Chain Planning)

**Introduced**  
**FMS (Facility Management Service)**  
 across all locations to improve user experience and enhanced service level

### Software Defined Wide Area Network (SDWAN)

We have embraced the SDWAN (Software Defined Wide Area Network) technology, which has rapidly become a staple in enterprise networks. It allows for efficient and dynamic load sharing across multiple WAN connections, resulting in reduced costs and complexities. By leveraging software-defined networking (SDN) principles, SDWAN creates virtual overlays and aggregates multiple transport methods, such as MPLS, broadband internet or ILL. This approach eliminates single points of failure within the network, automatically rerouting traffic over backup links without disrupting application sessions. SDWAN also improves application availability and user experiences by load-balancing traffic across last-mile connections, ensuring optimal network performance and eliminating potential bottlenecks.

### Managed Detection and Response (MDR) Solution

To protect sensitive business-critical information and establish a secure ecosystem, we have implemented a Managed Detection and Response (MDR) solution which enable continuous monitoring and governance of our network. By partnering with industry-leading security firms, CrowdStrike and SentinelOne, we enhance the skills of our cyber-security professionals who vigilantly protect our digital assets against internal and external threats. The implementation of MDR is one of our largest information security projects and underscores our focus on stringent data security.

### Migrating Oracle eBusiness Suite to the Cloud

At Berger Paints, we have embarked on a journey of digital transformation by migrating our Oracle eBusiness Suite from traditional on-premises servers to the Cloud Server, specifically Oracle Cloud Infrastructure (OCI). We leverage the latest Oracle cloud technologies for consistent performance and enhanced features. Cloud computing enables us to remotely access applications, store data and perform tasks, using remote servers and infrastructure provided by a cloud service provider. This eliminates the need for on-premises infrastructure and utilises scalable resources and distributed computing via the Internet.

### Implementing Integrated WMS and ASRS

To optimise our warehouse operations, we have implemented an integrated Warehouse Management System (WMS) across selected plants and depots. This system is seamlessly integrated with an Automatic Storage and Retrieval System (ASRS), streamlining inventory management processes and enhancing efficiency. By automating key aspects of warehouse operations, we have achieved improved inventory accuracy, lower manual errors, and timely order fulfilment, thereby delivering an enhanced user experience and governance through Service Level Agreement (SLA) adherence.



# Keeping our people at the Core

## Human resource

At Berger, we understand that culture and employee experiences are the true differentiators in a competitive operating environment. By fostering a culture of growth, nurturing talent from within, and prioritising employee development, we are creating a formidable workforce. We believe that our focus on agility, expertise and a seamless employee experience is the key to our long-term success.

### 1. Nurturing talent from within

One of our core strategies is harnessing talent internally, resulting in a majority of our business leaders being homegrown professionals who have played instrumental roles in our organisation's success. We believe in providing growth opportunities and creating an environment where individuals can realise their full potential.



Stree Shakti

### 2. Our people agenda

#### Being agile and challenging the status quo

We encourage our personnel to embrace agility and challenge conventional thinking. By fostering a culture of innovation and continuous improvement, we strive to stay ahead in a rapidly evolving business environment.

#### Deepening Expertise and Enhancing Capability

As we are committed to supporting the growth of our talent pool, we implement targeted initiatives to enhance their capabilities. This helps ensure that they are equipped with the skills required to excel in their roles.

#### Streamlining HR processes for improved employee experience

Recognising the importance of a positive employee experience, we streamline our HR processes and leverage our fully adopted digitalised HRMS system. This has digitalised the entire employee lifecycle management, from hiring to exit, delivering a seamless experience for our workforce.



\*Enhancing speed and experience

\*Future-ready

\*Fair and firm approach

\*Stree Shakti

### 3. Our Cultural Pillars

At Berger, we have identified four cultural pillars that guide our behaviours and actions and help us deliver superlative performance:

<p><b>Open and non-Hierarchical</b></p> <p>We promote an open and inclusive work environment that encourages collaboration and values diverse perspectives.</p>	<p><b>Humble and compassionate</b></p> <p>We believe in cultivating a culture of humility and compassion, prioritising empathy and understanding and we help one another succeed.</p>	<p><b>Autonomy and experimentation</b></p> <p>We encourage autonomy and provide our team members with the freedom to explore new ideas and experiment with different approaches.</p>	<p><b>Agile and Process Driven</b></p> <p>Our organisation values agility and realises the significance of structured processes.</p>
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### 4. Building a Strong Leadership Pipeline

Through our Campus Engagement initiatives, we aim to develop a robust leadership pipeline. These include the Summer Internship Programme and the Future Leaders Acceleration and Management Excellence (FLAME) programme for Management Trainees.



### 5. Creating a future-fit organisation

Our vision for the future is centred around building a future-fit organisation. To achieve this objective, we offer structured and immersive learning opportunities to enhance leadership capabilities for our 'Dronacharyas' (Leaders) and 'TopGuns' (KeyTalent).



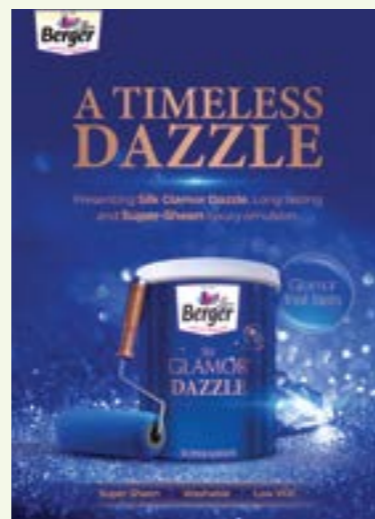


## Strategic Marketing for sustained growth

At Berger, we employ various techniques to promote our brand. We engage in TV marketing and have brand ambassadors in place to enhance our customer outreach and drive sales. Our marketing strategy also draws consumers in with products and services which cater to their requirements creating an emotional connection between the Company and the customer. As part of our marketing strategy, we also launch several targeted ad campaigns to showcase our newer and innovative products.

### Decorative marketing

With a customer-centric approach at our core, we continuously push the boundaries of what is possible, introducing innovative products and services that meet customer expectations. By embracing evolving market dynamics and engaging with stakeholders, we strive to build on our legacy and capture the imagination of the new generation, solidifying our position as a trusted provider of high-quality decorative paints.



### Engagement with stakeholders

We have initiated extensive training programmes and skill enhancement initiatives for applicators, ensuring they deliver top-notch services leveraging our products. We collaborate with contractors to explore new decorative painting alternatives, encouraging their involvement in product development and maintaining a strong relationship.







**Recognition and achievements**

Our pursuit of excellence has not gone unnoticed, as we have received numerous accolades for our dedication to safety, quality maintenance, production and system improvements. These external recognitions affirm Berger Paints' commitment to delivering excellence and provide further motivation for continuous improvement. In addition, our communication efforts have been highly regarded, with positive testimonials and feedback from customers and applicators that reinforce the trust and innovation in our offerings.



**Services**

For us at Berger, innovation extends beyond products, it is all about the painting experience. Therefore, we have implemented a range of services to enhance the customer experience. Over the years, we have introduced various service programmes, starting with the colour consultancy advisory service in the early 90s, followed by comprehensive home painting solution in 2002. In 2015, we launched Express Painting, a faster and cleaner approach to delivering turnkey painting projects which evolved to faster, cleaner and safer painting during the pandemic. These services not only boost customer satisfaction but also demonstrate our commitment to continuous improvement.



## Driving Sales through innovation

With a focus on trust, excellence and innovation, we at Berger, have consistently delivered double-digit growth in profit and revenue. With a robust distribution network and a nimble sales force, we have garnered customer loyalty and set new industry benchmarks.

### Building trust through quality products and visionary leadership

Our enduring success can be attributed to our superior-quality products and distinguished leadership. We have a diverse portfolio of world-class products that have acquired widespread recognition. Guided by visionary leaders, we have maintained our position as a market leader for decades.

### A Strong and Agile sales force

Our sales force plays a pivotal role in driving our growth. With over 1,000 dedicated on-roll sales personnel and an additional 2,000 off-roll employees, the sales team ensures a strong on-ground presence. In line with our focus on driving digitisation, we equip our sales force with advanced digital tools and track their performance using intelligent dashboards. Training programmes have also been enhanced to encompass managerial skills, empowering the sales force to handle teams effectively.

### Pioneering D2C (Direct-to-Consumer) initiatives

We have made significant strides in the D2C painting business. With initiatives like the 'Express Painting Service' and a range of superior products, we have established ourselves as an industry leader. Our operational excellence and innovative approach have facilitated the establishment of company-operated stores, revolutionising the retail experience.

### Expanding Network and Growing Strength

We have developed an extensive network of dealers and retailers, having over 60,000 touchpoints across the country. This robust network has experienced remarkable growth, expanding by nearly 20% in the previous 3 years. Our impressive revenue growth of 23% in the last year further demonstrates our market strength, even in the face of challenging circumstances. Despite the impact of the COVID-19 pandemic, we achieved a remarkable 18% growth in the last 3 years reinforcing our resilience and brand value.

**1,000+**  
On-roll sales personnel

**2,000+**  
Contractual sales personnel

**184**  
Warehouses

**60,000+**  
Touchpoints





## Exterior painting

By meeting customer needs, delivering exceptional quality and offering unique features, we have nurtured an enduring bond of trust with our customers. With a deep understanding of the diverse requirements of the Indian market, we strategically develop our products to cater to evolving customer preferences.

**WeatherCoat Longlife 10:** WeatherCoat Longlife 10 is engineered using PU & Silicon Technology. Silicon provides excellent protection against extreme rain, growth of fungus and algae. PU provides strength and sheen to the paint film. Positioned on the durability platform, Longlife 10 comes with a 10-year performance warranty



**WeatherCoat Longlife Flexo :** WeatherCoat Long Life Flexo is a high-performance exterior paint with elastomeric properties that help cover hairline cracks on your exterior walls, and silicon additives help protect from heavy rains. It has superior dust pick-up resistance and comes with an eight-year performance warranty

### Geographical specificity: meeting diverse Indian customer needs

We realise the unique requirements of the Indian market, which can vary geographically. In keeping with this, we strategically design our products to cater to specific needs in different regions. India today has a lot of environmental dust owing to development activities. We also saw a rapid increase in the urban heat phenomenon. To tackle these issues, we offer products like WeatherCoat Anti Dustt Kool. This exterior paint not only provides dust pickup resistance but also cools the surface, reducing energy consumption and having a positive impact on the environment.

### Excellence: uncompromising quality and value for money

Excellence in product quality is another fundamental aspect of our approach. We ensure that our exterior paint products deliver value for money to customers. By using high-quality materials and incorporating advanced technologies, we create products that meet stringent quality standards. The emphasis on excellence extends to the exterior category, where we address specific concerns such as protection from rain, heat and dust along with growth of moss and algae.

### Innovation: uniqueness and differentiation

By constantly pushing the boundaries of creativity and functionality, we ensure that our exterior paint products stand out in the market. Our commitment to innovation is evident in the launch of new and innovative products, such as Weathercoat Long Life 15. This exterior emulsion provides a 15-year warranty, covering hairline cracks and offers protection from rain. The inclusion of silicon and PU additives further enhances the protection and durability of the painted surface.

### Trust: fulfilling customer needs and ensuring quality delivery

We place immense importance on trust when developing our exterior paint products. Understanding the customer's needs and addressing any gaps in the market is a primary objective. The products are designed to perform optimally, ensuring a positive user experience and fostering customer loyalty. Our focus is on developing exterior paints that protect surfaces, enhance aesthetics and offer long-lasting durability.





## Construction chemicals

We have achieved remarkable success in the construction chemicals and decorative projects sectors. By introducing ground-breaking products like Damstop Duo we have simplified waterproofing processes and delivered exceptional performance. We have introduced Brushable Polyurea under the brand name of ULTRASEAL BA, spray-applied Polyurea under the brand name of ULTRASEAL MP500, and solvent-based PU coating under the brand name of PU ELASTOSEAL.



Berger Paints India emerged as the winner in Best Innovation in Paints & Coatings Awards category at 6th BAM Award (Builder, Architect & Building Materials) concluded on 15th October 2022, at Mumbai for its innovative Home Shield category



The Construction Chemical business along with STP Ltd business crossed ₹1,000 crore during the year



A STP Ltd product

### Construction chemicals: pioneering innovation in waterproofing

Under the construction chemicals division, we have introduced innovative products that offer effective waterproofing solutions. Damstop Advanced, a unique offering, has simplified the process of waterproofing. By eliminating the need to remove the plaster and enabling direct application, Damstop Advanced saves time and effort. This product performs exceptionally well and has the ability to withstand negative bar

pressures upto four bars. We have launched Damstop Advanced across the country, solidifying our reputation as a leader in the construction chemicals market. Additionally, we introduced Damstop Duo, a product that combines waterproofing and priming, further demonstrating our commitment to simplifying application processes and enhancing customer convenience.



### Decorative projects: Focusing on profitable growth and digitalisation

In the decorative project division, known as **Prolinks**, we have achieved impressive growth, recording a 32% increase in business. With a strategic approach, we have identified the repainting vertical as a key focus area.

### Trust as the foundation for growth

Our sustained growth in both divisions (Construction Chemicals and Prolinks) can be attributed to the trust we have earned from customers, applicators, and stakeholders. Through our consistent delivery of promises and commitment to quality, we have nurtured enduring relationships. The success of brands like Home Shield, which has grown from a modest start to revenue of approximately INR 700 crore, demonstrates the trust and loyalty customers have placed in Berger Paints. Moreover, our construction chemicals division, with a CAGR exceeding 25%, is a testament to the trust it enjoys among applicators and customers alike.





## New products introduced

### WEATHERCOAT LONG LIFE 15



Weathercoat Longlife 15, India's most technologically advanced exterior emulsion, is engineered as the amalgamation of Silicon & PU chemistry to provide superior protection against extreme weather conditions. As the name suggests, the super performance exterior coating comes with 15 years of warranty.

### DAMPSTOP DUO



Primer with inbuilt waterproofing. Its nano silicon technology protects damp both in interior and exterior. It comes with 2 years interior and 3 years exterior waterproofing warranty.

### DAMPSTOP ADVANCED



An excellent interior waterproofing, it blocks the porosities of the substrate through partial penetration coupled with controlled film formation on the substrate surface. Dampstop advanced nano additives in the emulsion act as pore blocker and impart hydrophobicity to the substrate, making the substrate watertight.

### EPOXY TILE GROUT



High-performance tile grout with excellent waterproofing ability. It is available both in two packs and three packs system. It offers number of colour shades as well.

### RISING DAMPSTOP



1st time in India, a perfect solution for rising damp in individual houses. It is easy to apply and protect rising damp effectively.

### ULTRA SEAL B.A.



Brush applied polyurea coating for roof, podium, roof garden, swimming pool and sunken area waterproofing. Highly effective, easy to apply and comes with 10 years waterproofing warranty. It has very high tensile strength and abrasion resistance.

### PU ELASTOSEAL



Pure polyurethane coating for the roof, podium, roof garden, swimming pool and sunken area waterproofing. It is available both in one-pack and two-pack systems. It offers 10 years waterproofing warranty.

### PU ENAMEL



Luxol PU Enamel is a superior quality enamel formulated with special Polyurathane resin to give long lasting glossy finish with superior coverage

### MASKING FILM



Berger Masking Film is a high density non-porous film used to protect surfaces against any paint job or wood work activities

### GLAMOR DAZZLE



A super luxury emulsion with super sheen, excellent washability and enhanced durability.

### RANGOLI RICH MATT



A premium acrylic emulsion with 100% matt finish along with superior whiteness, hiding and coverage.

### WEATHERCOAT ANTI DUSTT KOOL



India's most popular dust-repellent paint now comes with heat-reflective nano-tech. WeatherCoat Anti Dustt's unique formulation provides excellent protection against dust and heat that keeps your house brighter and cooler for years to come.



## Digital marketing

We are focusing on employing digital technologies and innovations to enhance customer experiences, streamline operations and drive sustained growth. Our next steps involve implementing and scaling these initiatives, tracking their performance and exploring new opportunities for further development and transformation.

### Focus on innovation and enablement

We have prioritised innovation and enablement, aiming to provide a better experience for consumers. We have extended our digital transformation efforts to the B2B enterprise segments and are using digital tools to engage and expand our relationships with new Partners and Stakeholders.

### Introduction of a digital CRM

We are working on implementing a digital customer relationship management (CRM) system. This system will help unify our various applications, improve lead management, enable data-driven decision-making, automate marketing activities and strengthen customer and partner relationships.

### Launch of the 'Berger My Colour' application

Use Berger My Colour to visualise your homes with AI. See, sense and experience your walls and your rooms in fresh colours and textures. Play with colours in a whole new way. Experience virtually. Surprise yourself. Help yourself to a virtual 'blueprint' before you finally decide. See, sense and experience your walls and your rooms.

### Digitalisation of commerce

We launched the 'e-Sambandh' application, which was initially targeted at contractors but has now been extended to interior designers, architects and IT experts. This B2B2C commerce initiative aims to enhance the customer experience and offer personalised offerings.



### Transformation of the corporate website

To create a more agile and customer-centric digital storefront, we are transforming our corporate website. The new website will offer a better user interface (UI) and user experience (UX), along with

providing colour ideas and inspiration to consumers. It will also cater to the needs of all stakeholders, B2B clients and enable personalised user journeys.

# 11 Lakhs+

Berger Paint's website average monthly traffic

### Successful digital campaigns

We executed several digital campaigns to celebrate Father's Day and Mother's Day. To connect with mothers and promote innovative products such as the 'Easy Clean' paint, we have leveraged influencer marketing and community marketing.

# 30 Lakhs+

Views garnered by our digital campaigns on youtube



Normalising Paternity Leave - Father's Day 2022

<https://www.youtube.com/watch?v=iPvZ00nYXQ8>



Berger Easy Clean, 'No Daag No Tension'



Celebrating the true shades of strengths - Father's Day 2023

[https://www.youtube.com/watch?v=JCSpjpyU\\_L4](https://www.youtube.com/watch?v=JCSpjpyU_L4)



## Express painting by Berger - First in India

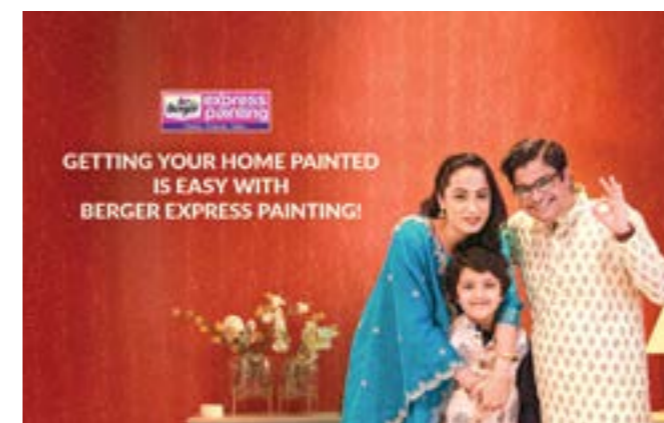
Express Painting has redefined the painting industry with its innovative techniques, superior quality, and customer-centric approach. The immense trust and loyalty consumers place in Express Painting is a testament to our commitment to excellence, reliability, and customer satisfaction. With time-saving techniques, superior quality, a customer-centric approach, and a dedication to continuous innovation, it has become the go-to choice for consumers seeking a hassle-free and top-notch painting experience.

Express Painting was innovated and launched by Berger Paints in 2015 as the country's first painting service for consumers offering at-home consultancy, trained painter workforce using time-saving, productivity-enhancing mechanised tools, site supervision and a 365-day Help Desk. Today we offer our services to customers in more than 500 towns across the country reaching out to close to 2,50,000 homes in the FY 23 fiscal. We are also grateful that our customers have given us a 95% satisfaction rating.



### Time-saving and efficient painting techniques

We have made improvements to make the process of painting more efficient and effective by introducing advanced tools and equipment. By introducing these advanced tools, equipment and techniques, we have been able to substantially reduce the time it takes to complete a painting project. This not only saves time and effort for the painter but also allows for quicker turnaround times, which is beneficial in commercial or professional settings. Additionally, it helps deliver a flawless and professional finish, enhancing the overall quality and appearance of the painted surfaces.



### Commitment to superior quality

The success of Express Painting can be attributed to our reputation for consistently delivering exceptional products and services. Over the years, we have established ourselves as a trusted brand known for excellence in the industry. One of the key factors contributing to our success is our commitment to incorporating cutting-edge techniques in our painting process. We stay up-to-date with the latest advancements in the field to provide our customers with the most efficient and effective painting solutions available.



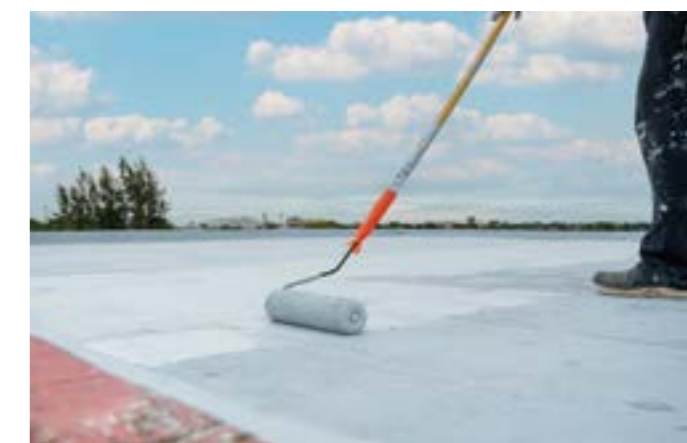
### Customer-centric approach

We have adopted a customer-centric approach to address the challenges and stress associated with painting and prioritize our customers' needs. We have assembled a dedicated team of trained painting professionals who have a genuine understanding of customer requirements and deliver the best possible painting experience. With their expertise and unwavering, we guarantee that every customer will enjoy a stress-free and pleasant painting experience that exceeds their expectations.



### Embracing innovation

We understand the importance of the ever-changing needs and preferences of consumers. To meet these demands, we have made it a priority to continuously evolve and adapt to the changes by embracing the latest technological advancements in the painting industry. As a result, we have been able to streamline and optimize our painting procedures with the introduction of these cutting-edge technologies.





## Our landmark projects - Prolinks

### Fresh Painting Sites



**Brigade Orchard**  
Bangalore



**Casa Grand Cresendo**  
Chennai



**Medanta Hospital**  
Lucknow



**Indian Institute of Management (IIM)**  
Nagpur



**Pradhan Mantri Awas Yojana - Bada Bagarda**  
Indore



**DD City Gate and DD Majestic Mount**  
Kottayam, Kerala



**Mohan Altizza**  
Kalyan West



**Tata Avinidta**  
Kolkata

### Repainting Sites



**Ireo Grand Arc**  
Sector 58, Gurugram



**Clover Apartment**  
Cuff Parade, Mumbai



**Drewberry CHS**  
Thane



**Highland Park**  
Kolkata



**Ekta Flora**  
Kolkata



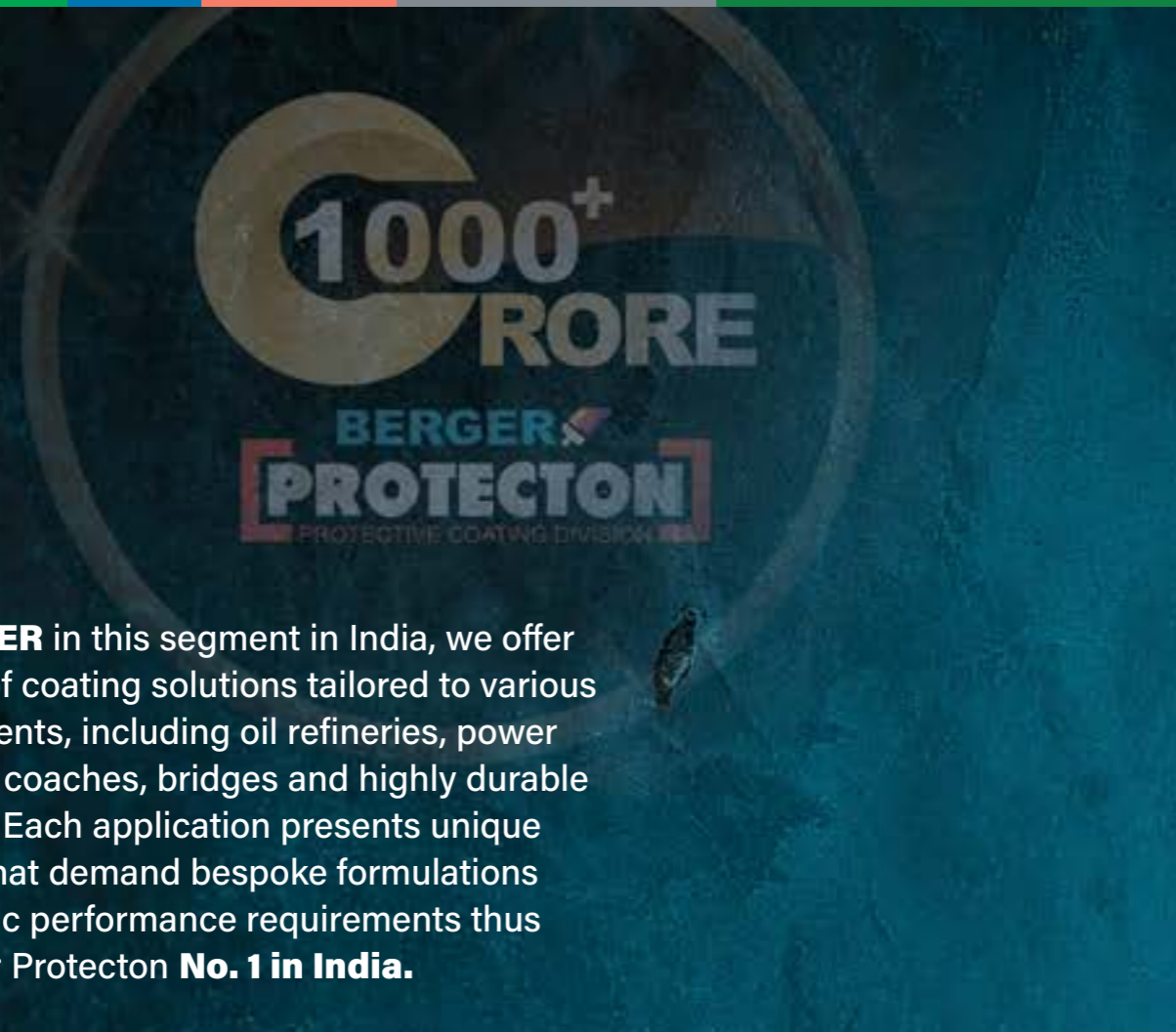
**Ashiana Rangoli Garden**  
Jaipur, Rajasthan



**Alpha Gurgaon One**  
Sector 22, Gurugram



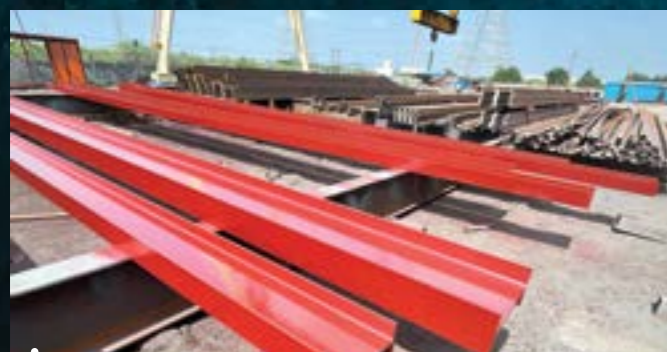
## Protecton



Being a **LEADER** in this segment in India, we offer a wide range of coating solutions tailored to various industry segments, including oil refineries, power plants, railway coaches, bridges and highly durable floor coatings. Each application presents unique complexities that demand bespoke formulations to meet specific performance requirements thus making Berger Protecton **No. 1 in India.**

### Building Trust and Driving Excellence

At the heart of Berger Paints' vibrant legacy is a foundation built on trust. Our success is a testament to the trust bestowed upon us by customers, management, and our dedicated team. This trust serves as the driving force behind our pursuit of excellence. With a resolute belief in the power of thought and action, we embrace a 'can-do' mindset and a spirit of never giving up. This mindset has propelled Berger Paints to achieve remarkable milestones, including crossing the milestone of ₹1,000 crore in less than four years with the efforts of a focused team of 150 individuals.



Epilux 13 LB primer is a proprietary technology of a low dry film thickness offering exceptional anti-corrosive property even for an aggressive chemical industry and the key performance contributor in the coating system.

### Collaboration, Communication, and Co-Creation

We actively seek partnerships and collaborations, whether with international entities, esteemed institutes like IITs, CSIR, CECRI or our own robust research and development (R&D) division. Through such collaborations, we harness the power of collective expertise to develop innovative solutions tailored to customers' unique requirements. The mantra of collaboration, communication, and co-creation enables us to offer customised products, timely delivery, and competitive pricing, fostering a deep sense of awareness and customer satisfaction.



All pipelines, caustic vessel, filter vessel in refinery are coated with high performance surface tolerant epoxy PROTECTOMASTIC system with BERGERTHANE as topcoat.



Annual Report 2022-23

### Driving Innovation and Sustainability

To maintain our vibrant legacy, we place a strong emphasis on driving innovation. Recognising that customers gravitate towards unique offerings, we continuously explore new processes, products, and services. By adopting a collaborative and customer-centric approach, we have not only established ourselves as a trusted brand but have also made substantial contributions to sustainability. Our dedication to reducing carbon footprints and promoting the principles of reducing, reusing, and recycling further reinforces our commitment to a greener future. Customers continue to patronize Berger for our plant specific corrosion mitigation coating solutions that reduces the need for frequent painting during maintenance and ultimately ensures sustainability by protecting Industrial Infrastructural assets.



Epilux 45 ZNPH, a Universal Primer used in this project is a special anti-corrosive base coat which is recommended for a variety of substrates and in this coating system, we have a high gloss Bergerthane as a topcoat.



Award at Rail Analysis Innovation & Excellence Summit 2023. The prestigious honour was in recognition of Berger's "Achievement in Cleaning, Painting, Coating Solutions for Coaches



Most corrosive zone in the Indian peninsula and the crucial rail bridge at Pamban is being protected with Berger's Epilux 45 ZNPH (Anti-corrosive primer) and top coated with Berger Acrylic Poly Siloxane to give excellent colour and gloss retention. It's a pride of Berger for being the only choice supplier for protecting the entire 4,700 MT of steel used in the construction of this iconic sea bridge of INDIA.





## Protecton - Made in India products using cutting-edge technology

### BR Fluorothane Coating system

#### Technological Superiority

An important landmark achievement is design and installation of acid resistant coatings as required by RDSO for the Vande Bharath Bogie painted as per JIS specification. These bogies are subjected to high acidic content caused by microbial attack which erupts from the effluents splashed from the toilet of coaches. The frame structure has to be protected and the coating system comprising of an epoxy primer as per RDSO PCN 123 followed by fluoro polymer finish as per JIS 5359 has passed critical tests in concentrated solutions of sulphuric acids as well for abrasion and weathering.



### BR Thermo indicative paint

#### Technological Superiority

A single pack modified silicon resin based novel functional coating for visual identification of uncontrolled temperature rises and internal insulation failure.

The thermo indicative paint shall exhibit a colour change in response to temperature increase to help take preventive measure .

The colour initially as green and will change to blue when the temperature rises to 200°C, and then to white at 400°C at those spots where the hike in temperature shoots up even once.

This helps in identifying process changes and correction to ensure quality in production. Ideally used over reaction vessel on chemical and petrochemical plants as a one-time warning of temperature spike.



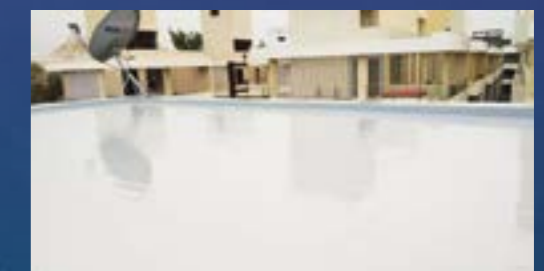
### Luxurea BA

#### Technological Superiority

A very novel two-component hybrid polyurea coating combining the properties of high-end technology of polyurea chemistry with the simplicity of application by using brush application for giving great performance as a waterproofing liquid membrane with superior mechanical, chemical, thermal properties.

It is based on elastomeric polyurea hybrid chemistry cured with mixed aromatic and aliphatic hardener.

With excellent Tensile Strength (5-7 MPa), Elongation (300 -400%) and Hardness (80-85 Shore A), we find this simple solution to most perennial waterproofing issues found in flat roofs, balconies, under thermal insulation boards on flat roofs, construction works such as highways, bridge decks, tunnels, foundations.





## Automotive-General Industrial Coatings

Our product innovation extends to the automotive and general industrial (GI) industry. We have replaced multicoat application systems with mono-coat applications and high-temperature baking schedules with environment-friendly, energy-efficient lower baking systems. Moreover, we offer a diverse range of metallic and non-metallic shades, which sets our brand apart.

### Automotive Coatings

#### CED Coating

Long lasting, high corrosion resistant, water-based (eco-friendly), low VOC coating (CED) with High throwing power.

#### Key benefits

- High corrosion protection right into every corner
- Very uniform coat thickness structure
- Very good adhesion behaviour
- Coating of hollow parts and workpieces with complicated geometries is possible
- Top coat painting with acrylic, Polyester and polyurethane paints
- Economical coating of large and small parts



#### Commercial vehicle/ heavy construction equipment

Polyester, polyurethane and epoxy-based super flexible, highly durable, anticorrosive solid and metallic paint System.

#### Key benefits

- Wide range of colours and technology for all types of components
- Overall paint solution to get the desired technical properties
- High glossy super durable monocoat.
- Super flexible high impact resistance Polyester top coat
- High abrasion-resistance paint
- Low bake Polyester for long member/ component painting
- 1K primer/surfacer with good anticorrosive & adhesion properties



#### 2 Wheelers

New-gen colour and excellent finish, high DOI and super durable coating for better colour retention and weather ability.

#### Key benefits

- New generation vibrant colour solution with application-friendly glossy and matt finish
- Super durable monocoat system with high scratch resistance
- Common base coat for Metal and Plastic
- Colour consistency with variable DFT
- Green technology /Low VOC /Low Bake
- Cocktail system with Matt Shiny effect



### General Industrial Coatings

## A LEADER in India along with SBL Specialty Coatings Private Limited's GI segment

#### SEGMENT 1

**Barrel:** Customised colour in Polyester / TSA finish for better colour retention & mechanical strength with excellent gloss, Hiding & anti bleeding properties

#### Key benefits

- Thermosetting paint system with robotic application friendly product
- Flexible system with high scratch resistance
- Build up DFT with single coat application.
- Colour consistency with variable DFT
- technology with high crosslink to give better chemical resistance
- Paint with anti-bleeding properties during simultaneous application with different shade



#### SEGMENT 3

**Helmet:** High glossy PU paint & high solid PU surfacer paint with excellent covering, Gloss retention & superior adhesion on stringent geometrical surfaces.

#### Key benefits

- Flexible paint system with high scratch resistance
- Excellent salt spray resistance at hares environment
- High solid paint to give better covering
- Excellent weathering resistance
- Air-drying system with good adhesion on surface



#### SEGMENT 2

**Agricultural equipment's & heavy machinery:** High build PU paint, alkyd paint & TSA paint with excellent colour retention, high abrasion resistance properties & mechanical strength

#### Key benefits

- Flexible paint system with high scratch resistance
- Excellent salt spray resistance at hares environment
- High solid paint to give better covering
- Excellent weathering resistance
- Air-drying system with good adhesion on surface



#### SEGMENT 4

**TSA Lacquer for General industries**





## Powder coatings

Our commitment to innovation and sustainability drives the development of advanced powder coating technologies, catering to a diverse range of industries and applications. Here are some of the notable powder-coating products:

### REBACOAT - sustainable functional powder coating for rebar and valve

REBACOAT is a functional coating based on Fusion Bonded Epoxy technology, specifically designed to provide excellent corrosion and chemical resistance for steel bars used in construction. With a dry film thickness of 250 to 350 microns, REBACOAT ensures long-lasting protection and prevents film detachment, peel-off, and cracks during structure formation.



### Poly Urethane matt clear/lacquer for alloy wheels in the automotive segment

We have developed a special type of polyurethane matt lacquer designed specifically for alloy wheels in the automotive segment. This coating ensures excellent inter-coat adhesion with the base coat, diamond-cut surface, orange peel-free finish, outstanding edge protection, and excellent corrosion protection.



### Durable powder coating for clean room panel segments

We have introduced a new kind of durable pure polyester-based powder coating for clean room panel segments. These coatings offer excellent flow finishes, aesthetic appeal, and various colour combinations, providing both protection and an appealing appearance.



### Wrinkle and alligator finish powder coatings

We offer unique finishes like wrinkle finish and alligator finish for furniture and other applications. These special coatings provide textured and visually appealing surfaces, adding a touch of style and uniqueness to the coated products.



### Initiatives in our pipeline

#### Bonded metallic powder coatings

We are developing bonded metallic powder coatings, which will offer enhanced metallic effects and aesthetics. These coatings will provide a wide range of metallic finishes, allowing for greater customisation and visual appeal.

#### Heat resistance powder coating for auto-muffler, stove top and so on.

We are also working on heat-resistant powder coatings suitable for applications such as auto-mufflers, stove tops, and other high-temperature environments. These coatings will provide excellent heat resistance, ensuring longevity even under extreme heat conditions.

## Building stronger communities - CSR

We at Berger, have taken the initiative to address the specific needs of the painting community through the introduction of our innovative **iTrain** programme to cater to the unique requirements of painters, offering them a platform for skill development and advancement. The primary objective of the iTrain programme is to equip painters with the technical proficiency and knowledge necessary to excel in their craft. It not only uplifts individuals but also benefits and shows our commitment to the painting community as a whole. It contributes to improving the quality of painting work, which translates into better outcomes for customers.

### Expanding reach with mobile iTrain vans

We have taken a significant step in resolving the difficulties encountered by painters living in remote areas through the implementation of mobile iTrain vans. The introduction of our mobile iTrain vans has ensured that painters in isolated regions can readily access valuable training and employment prospects. The mobile iTrain vans are fully equipped with all the necessary tools, materials, and resources required for comprehensive training sessions. This innovative approach allows us to conduct training remotely, bringing valuable skill development directly to the painters in previously underserved areas.



### Addressing the gender imbalance in the painting industry

We recognize that the painting industry has traditionally been male-dominated and we strongly believe in the significance of promoting greater gender diversity within the field. That's why we are dedicated to helping women succeed in this industry by offering them many opportunities to grow. We have taken steps to provide basic training in paint and application specifically to women who are learning to become painters. Over the course of time, we have witnessed a steady increase in the number of women participating in our iTrain programme. This is a positive outcome that aligns with our goal of empowering women in the painting industry. Through the iTrain programme, we aim to equip women with the necessary skills and provide them with the support they need to overcome the gender gap and enhance their career prospects within our team.





## Subsidiaries and Joint Ventures

### SBL Specialty Coatings Private Limited ("SBL")

SBL has ventured into a new category of coatings with a technical collaboration with a Korean company, introducing the Non-PTFE based Non-Stick Ceramic coatings known as NEOSTONE. Manufactured using natural inorganic materials, NEOSTONE is harmless to the human body and remains safe even at high temperatures (800°C) as it does not release any toxic substances.



### Berger Rock Paints Private Limited ("Berger Rock")

Berger Rock is engaged in the business of auto refinish, offering a comprehensive range of products that are best-in-class and reasonably priced. It is gaining steady market share in the segment and is expected to become one of the significant players in the next few years.



### Bolix S.A.

The core activities of Bolix S.A includes manufacturing and sale of exterior insulation and finish systems (EIFS), including acrylic, silicate and mineral plasters, tile and thermal insulation adhesives, mortars. Recently it has launched ready to use panels like finishing coat, wood effect panels, ribbed effect panels, concrete effect panels, 3D effect panels and gel adhesive for bonding ceramic tiles to floors.



### Berger Jenson & Nicholson (Nepal) Private Limited ("BJN Nepal")

BJN Nepal is involved in manufacturing and sale of construction chemicals, industrial and decorative coatings within Nepal. And is a leading player within the above-mentioned segments in Nepal.



### Berger Hesse Wood Coatings Private Limited ("Berger Hesse")

Berger Hesse is well known for wide variety of wood coatings, pigmented PU, UV coatings, water based wood coatings, among others.



### Berger Nippon Paint Automotive Coatings Private Limited ("BNPAC")

BNPAC supplies to 4 wheeler passenger cars and SUVs, 3 wheelers and related ancillaries, apart from coatings for plastic automotive substrates.



### STP Limited

STP Limited owns very well-known brands in the field of construction chemicals, flooring compounds, bitumen and coal tar-based products, sealants and adhesives, protective and anti-corrosive coatings.



### Berger Becker Coatings Private Limited ("Berger Becker")

Berger Becker manufactures industrial paints and coatings and also offers coil and industrial coatings, paints, backing coats, and consumer design finishes.

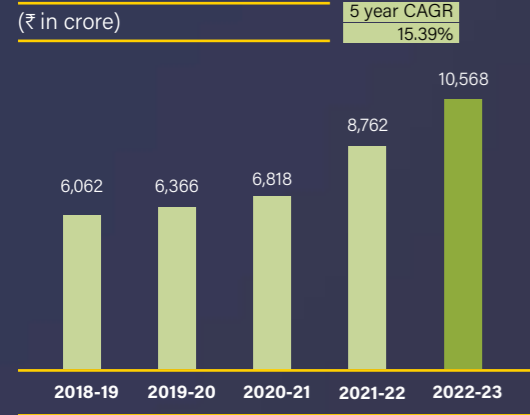




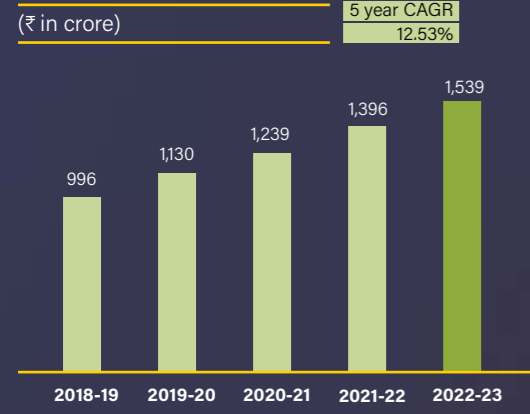
# Financial highlights

## Consolidated

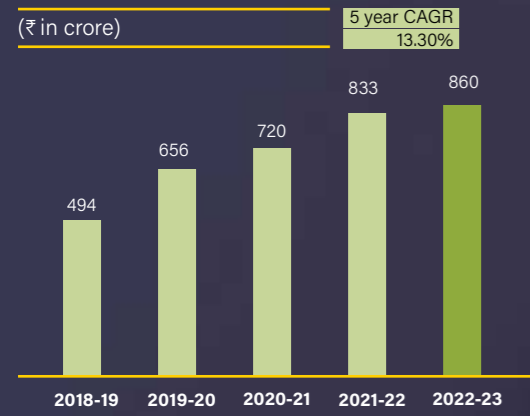
### Revenue from Operations – Consolidated



### Operating Profit – Consolidated



### Profit After Tax – Consolidated

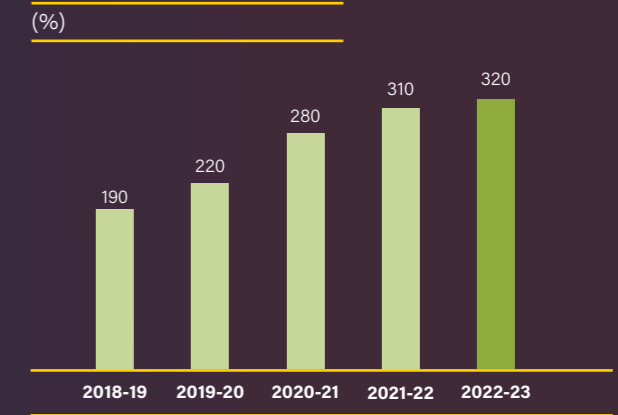


## Consolidated

### Earning Per Share – Consolidated



### Dividend per share





# Embedding sustainability in all that we do

To ensure long-term success, integrating sustainability into business operations is becoming increasingly important. At Berger, we prioritise environmental stewardship through initiatives including green working environment, plant-based living and low VOC emissions. Concurrently, we reward our personnel for their contributions to pollution control and waste minimisation through Project WoW – War on Waste. Our certified six-sigma employees lead projects that reduce packaging, optimise logistics and conserve energy and fuel consumption.



**66,41,152** KWH

Solar Power Generation in FY23

**4.34 %**

reduction of SPC in FY23 compared to FY22

## Marching towards a greener future

- Started Implementation of ISO management system in the year 1997
- 100%** of our decorative segment products are lead, chrome and heavy metal free.
- 100%** of our Two-wheeler paint formulations are RoHS compliant
- Recycling is done for more than **15,000+** MT of plastic waste in FY23
- Washing Solvent reuse initiative helped to save **1,046** KL of fresh solvent consumption in FY23
- More than **60,000** kg Powder RM recovered out of which **14,000+** kg of TiO2/ Rutile recovered.
- 4,000+** kg of E-waste sent to authorized recyclers contributing to safe and sustainable practices and recovery of useful metals.
- 280+** MT of washing solvent and ETP water reused in the process.
- 40%** of our manufacturing sites are covered under Zero liquid discharge set-ups while multiple projects for ZLD installation are under pipeline.
- 3.6%** of our Total waste generated at the plant was reduced in FY23 over FY22.
- 2.88** lakh litres of water saved on a daily basis through Project JAL which can quench the thirst of 96,000 humans daily.
- Enhanced our Renewable energy consumption amounting to be around **39.1%** of Total energy consumption at the factories.
- 8430.85** MT of CO2 emission reduced through Bio-briquette, Roof Top Solar Power plant and PNG operation.
- 66,41,152** kwh of electricity generated through Solar Power in FY23 which is around 35% more than previous FY22.
- 1,100+** trees and shrubs planted at our Jejuri plant under the Miyawaki Plantation technique to promote greenbelt development.

## Specific Power Consumption (SPC) reduction over the years (Paints and Powder Coatings)\*

(in KWT/KL-MT)



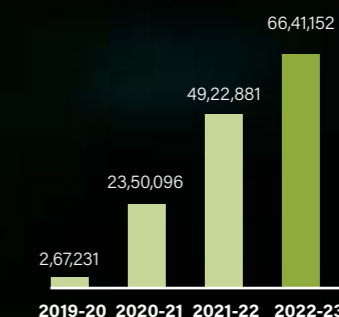
## Carbon Footprint reduction over the years\*

(in MT)



## Solar Power generation over the years\*

(in KWH)



\* Including British Paints units



### Project Sanchayan

As part of our War on Waste (WoW) campaign, we initiated the 'Sanchayan' project, which focuses on the 4R principles of reduce, reuse, recycle, and recreate. It involved recovering sticky losses, reusing powder raw materials after sieving, and installing a robust monitoring system to ensure that no reusable resources went to waste. We repurposed dust collector powder into economical-grade products. We saved 3 litres of water by recovering 1 kilogram of rutile, and saved 280 kWh of power in our upstream supplier chain by conserving 1 metric tonne of rutile.

We also implemented a system for reusing barrels used for production and storage after thorough cleaning and stencilling. To optimise the use of spent/washing solvent, we discontinued its scrap sale and instead extracted the supernatant solvent for further purification through distillation. The distilled solvent, after necessary reprocessing, was then used in appropriate formulations to produce finished goods.



### Efficient packaging material management

To reduce packaging material wastage and streamline inventory management we have replaced using separate packaging materials for each SKU with white plastic

pails for multiple SKUs through in-house printing. This has reduced excess storage and handling requirements. We have also transitioned to label printing to prevent rework or damage to cartons and containers during online printing.



### Project Paragon

Our logistics management team optimises production planning based on demand forecasting, enabling efficient allocation of goods movement and reducing unnecessary SKU production. We prioritise just-in-time delivery to lower carbon emissions and minimise inventory waste. Our approach emphasises optimal truck loading and strategic transshipments from central warehouses, ensuring effective service to rural and sub-urban markets. Furthermore, our customer-centric approach guides the selection of factory locations, reducing long-distance freight and our overall carbon footprint.

### Batch cycle time reduction

We undertook several projects to reduce batch cycle time, with a sharp focus on grinding operations in our paint and intermediate manufacturing processes. We implemented the following changes to enhance efficiency:

- We improved the grinding media selection to optimise the performance of the ball mill.
- We installed timer-based automatic control for precise running and stoppage of the grinding process.
- We replaced conventional ball mills with AP-20 mills and basket mills for manufacturing shades like black, which previously required exclusive use of ball mills. This switch resulted in a significant reduction of 18-20 hours in the grinding time. Additionally, it led to benefits such as reduced manpower requirements, decreased washing solvent usage, lower electricity consumption (saving 70 kWh per batch), and significantly reduced steel ball consumption due to reduced erosion. Moreover, the implementation of a closed-loop system ensured minimal environmental impact.



### Project JAL

During the year, we launched 'Project JAL' across our units to achieve a 50% load reduction in our effluent treatment plants. Through this project, we effectively decreased specific water consumption, enabling increased production without the need to expand our effluent treatment plant capacity. The water saved through this initiative alone was sufficient to fulfil the daily drinking water needs of 96,000 individuals.



### Runner-up in the 1st ever ICC Water Awards for the initiatives implemented under Project Jal.

### Project BORNODISHA

In pursuit of operational excellence, we launched the project 'BORNODISHA' two years ago, employing the DMAIC approach to achieve efficient Tinter management (Shade matching) for factory-ready shades. Its primary objective was to reduce tinter shots, consumption and tinting time. Through the identification of formulation and process gaps, followed by standardisation and continuous monitoring of consecutive batches with zero shots, the project minimised batch hold-ups

eliminated the wastage of extra resources for colour matching and reduced electricity consumption resulting from excessive grinding.

The project's remarkable achievements include winning the Gold Award in the regional level **CCQC 2021**, qualifying for the national rounds of **NCQC-2021**, and securing the prestigious '**Gold Award**' at the International Convention held at ICQCC-2022 in Jakarta, Indonesia.



### A collaborative success

On World Earth Day, we collaborated with a waste management agency to promote e-waste recycling. Employees who brought electronic or electrical



waste were rewarded with a plant at the factory. Annual plantation activities were conducted, and environmental protection awareness was spread among employees and communities. Employee children participated in a drawing competition to promote green alternatives.

### Energy saving initiatives

In FY23, energy savings initiatives resulted in a 4% decrease in specific energy consumption for paint manufacturing compared to FY22. Sustainable practices were promoted, with over 60% bio-briquette usage increasing and 14.3% reduction in conventional High-Speed Diesel (HSD) usage for heating requirements in plants.

### Sustainable water management

Rainwater conservation is crucial for minimising freshwater consumption in manufacturing units. In the fiscal year 22-23, over 115% of harvested rainwater was used for plant operations. Zero Liquid Discharge plants were installed to reduce effluent discharge and promote water reuse and recycling. These initiatives showcase our dedication to reduce our water footprint.





### Promoting sustainable choices

Our commitment to environmental responsibility is reflected in the design of our products. All of our decorative and household paint formulations are within the permissible limits of Lead, Chrome and heavy metal content. Our packaging materials incorporate recycled plastic content, further encouraging sustainable choices.

### Eco-friendly plantation and natural lighting

In the previous financial year, we embarked on an extensive plantation initiative within our Jejuri factory, following the Miyawaki plantation technique. Over 1,100 saplings of native and medicinal species, including Eclipta Alba, Karpoora Valli, Alpinia, as well

as fruit trees and shrubs, were planted within and around the plant premises. This initiative not only enhanced the aesthetics of our surroundings but also contributed to a healthier ecosystem.

To reduce electricity consumption during daylight hours, our project building infrastructures are designed with skylights, maximising natural daylight at the shop floor.

### MAMP and Swachh Bharat initiatives

Under our MAMP (My Area My Pride) initiatives, inspired by the Swachh Bharat campaign initiated by our honourable Prime Minister, we continually strive for a cleaner and greener environment. Our team members voluntarily take responsibility for maintaining cleanliness in their workplaces by removing disposables and scrap items. Each location is kept clean and environment-friendly, ensuring proper hygiene and sanitation. Our zero-discharge



policy, facilitated through Zero Liquid Discharge (ZLD) and Sewage Treatment Plants (STP), significantly reduces freshwater consumption. Additionally, our Swachh Berger programme supports local committees by providing RO-based water ATM facilities, ensuring access to clean and safe drinking water in surrounding districts. We also conduct regular plantation drives to promote a healthy ecosystem and contribute to greenbelt development.

### Collaborative initiatives for environmental conservation

To address environmental concerns, we collaborate with local authorities and regulatory bodies. The West Bengal Pollution Control Board (WBPCB) proposed road cleaning and dust suppression measures in the surrounding Shalimar area at one of our plants to reduce water consumption. In response, we devised an innovative sprinkling mechanism that effectively cleaned the road while consuming the least amount of water.



### CER initiative and road cleaning drives

At our Jejuri plant, we initiated the CER (Clean Environment and Resources) initiative, which involved setting up a clean drinking water ATM in a nearby village. This programme aligns with the Swachh Bharat campaign and provides access to clean drinking water to the local community.



### Environmental monitoring parameters



#### Ambient Air Quality Monitoring:

- Monitoring parameters: Particulate Matter 2.5 (PM2.5), Particulate Matter 10 (PM10), Sulphur Dioxide (SO<sub>2</sub>), Nitrogen Dioxide (NO<sub>2</sub>).
- Sampling Duration: 24-hour continuous sampling each day.
- Sampling Locations: Within and outside the plant area, at least at four different locations.
- Analysis: Air samples are analysed using standard methods specified for each parameter.
- Compliance: Monitoring results are compared with the standards prescribed in the Environment (Protection) Rules, 1986 and monitored through the online servers of the State

Pollution Control Board (SPCB) and Central Pollution Control Board (CPCB).

- Calibration: The continuous emission monitoring system at process stacks is calibrated periodically according to the equipment supplier's specifications through labs recognised under the Environment (Protection) Act, 1986, or NABL-accredited laboratories.



#### Ambient noise monitoring:

- Objective: Assessing present ambient noise levels near the factory site.
- Factors Considered: Noise from processes, equipment, vehicular noise, and so on.
- Measurement Method: Sound level metre is used to measure noise levels.



#### Groundwater monitoring:

- Objective: Assessing the effects of operations on groundwater quality.
- Sampling: Groundwater samples are collected from the factory site.
- Analysis: Water samples are analysed for various parameters following the standards specified in IS: 10500:2012 for groundwater sources.



#### Soil monitoring:

- Objective: Identifying the impact of ongoing activities on soil quality and

predicting the impact of construction and waste disposal activities.

- Assessment: Soil quality is monitored for changes caused by site activities.



#### Additional parameters:

- VOC monitoring: Volatile Organic Compounds (VOC) are measured at the workplace to assess their presence and concentration.
- Lux level monitoring: Lux levels, which measure the intensity of light, are monitored to ensure proper lighting conditions at the workplace.

### Stack emission control

To mitigate air pollution resulting from diesel generators, steam boilers, and thermopacs, we implement effective control measures. Adequate stack height is provided to ensure maximum dispersion of flue gases containing particulate matter (SPM), sulphur dioxide (SO<sub>2</sub>), nitrogen oxides (NO<sub>x</sub>), and carbon monoxide (CO). Additionally, for processes involving multiple effect evaporators, an additional boiler with an appropriate stack is installed to further enhance emission control.







### Dust and gas emission control in process reactor vessels:

To manage gas and dust emissions from process reactor vessels, including those used in mixing, ball milling, and consolidated processes, we employ specialised control systems. These systems incorporate dust collection and fine particle filtration mechanisms, effectively trapping particulate matter generated during charging and other processes. This ensures that only clean air is discharged into the atmosphere, minimising the release of pollutants.



### Dust collection system

We employed a highly effective dust extraction system to capture and control fugitive emissions of fine particulate matter originating from premixers, HSDs, and Ball Mills. During charging, hoods and ducts extracted the powder, which was subsequently passed through a Bag Filter. Within the Bag Filter, dust was collected and periodically cleaned, ensuring a dust-free air stream that was safely vented into the atmosphere.



### Our commitment to green technologies and eco-friendly products

We have made significant efforts to promote sustainability and reduce our environmental impact. By prioritising the development of eco-friendly coatings and exploring alternative energy sources, we have aligned ourselves with the global agenda to combat climate change. Our efforts extend to the adoption of recycled materials and the implementation of innovative technologies to create a safer and cleaner work environment.



### Fume extraction system with dry scrubber

We implemented a highly efficient fume extraction system with a dry scrubber to control and capture fumes generated during the charging of solid materials in reactors operating at high temperatures. This system operates on the principle of counter-current absorption, where fumes rich in organic content come into contact with fresh water circulating in an absorption



tower in a counter-current manner. The tower is equipped with pall rings made of corrosion-resistant polymerised products as the packing material. A suitably sized blower draws the fumes through hoods and ducts. After scrubbing, the cleaned air is safely vented to the atmosphere through a stack with a height exceeding 30 metres. This implementation ensures effective fume control and underscores our commitment to maintaining a clean and healthy working environment.

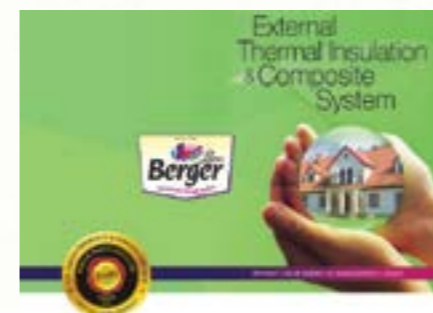
### Transitioning to renewable energy sources

To reduce our reliance on fossil fuels, we have encouraged the use of alternate biofuels in Thermic Fluid Heaters within our resin plants. By embracing greener fuel options, such as wood chips, sawdust, sugarcane bagasse, dried mango seeds, PNG, CNG, and plastic fuel, we have significantly curbed our consumption of conventional fuels, consequently decreasing CO2 emissions. Furthermore, rooftop solar power plants have been installed across all our facilities, enabling us to harness clean and renewable energy.



### Environment-friendly coatings for enhanced energy efficiency

We have obtained EPD certification for our water-based and solvent-based products, including the External Thermal Insulation Composite System (ETICS). These coatings solutions contribute to a cooler indoor environment, resulting in a remarkable 30% reduction in electrical consumption for air conditioners, coolers, and fans. By effectively reducing CO2 emissions, we are addressing the environmental challenges associated with energy usage in buildings.



### Aquagreen coatings

Our Aqua green coatings are a breakthrough in eco-friendly paint technology. Formulated with water as a base, these coatings exhibit solvent-like toughness while maintaining excellent cleanability. Ideal for concrete and masonry walls, Aqua green coatings possess antibacterial and antifungal properties, ensuring a hygienic environment. Moreover, they are odourless, making them a preferred choice for pharmaceutical plants.



### Pioneering the EFIS segment and advancing green technologies

We have reaffirmed our commitment to green technologies by being **the first Indian company to enter the Exterior Insulation and Finish System (EIFS)** industry. Our EIFS system delivers superior thermal insulation by combining foamed polystyrene, mineral wool, and plasters, resulting in substantial energy savings. Furthermore, this system improves water resistance, boosting the longevity and aesthetic appeal of structures.



### Minimising environmental impact in manufacturing processes

The paint industry faces challenges in reducing the use of hazardous raw materials, especially in VOC-generating solvent-based systems. However, our dedicated team of R&D experts developed products with optimised additive dosages to minimise hazards and VOC emissions.



### Promoting sustainable packaging through recycled plastics

Recognising the importance of eco-friendly alternatives, we have incorporated recycled plastic in our packaging materials. By doing so, we have contributed to the reduction of plastic waste and the promotion of a circular economy, which is in line with our aim to provide sustainable solutions.



### Leveraging advanced systems and technologies for improved efficiency and safety

Implementing closed-loop systems and cutting-edge technologies has enabled us to minimise spillages, leakages, and VOC generation within our plants. Through the use of sand mills, SILO-based charging, and bag slitting machines, we have achieved a dust-free work environment. Our powder charging operations have transitioned to a closed-loop automatic charging system by utilising a pneumatic powder handling system, further enhancing safety and efficiency.





# My area My pride

One of the ground-breaking initiatives spearheaded by our Manufacturing team involved the implementation of the 'My Area, My Pride' programme. This project aimed to transform an unsatisfactory workplace into a happy work environment.



## The problem

An unhappy workplace can adversely impact employee morale and operational efficiency. Prior to the implementation of the 'My area, my pride' programme, we observed the following concerns:

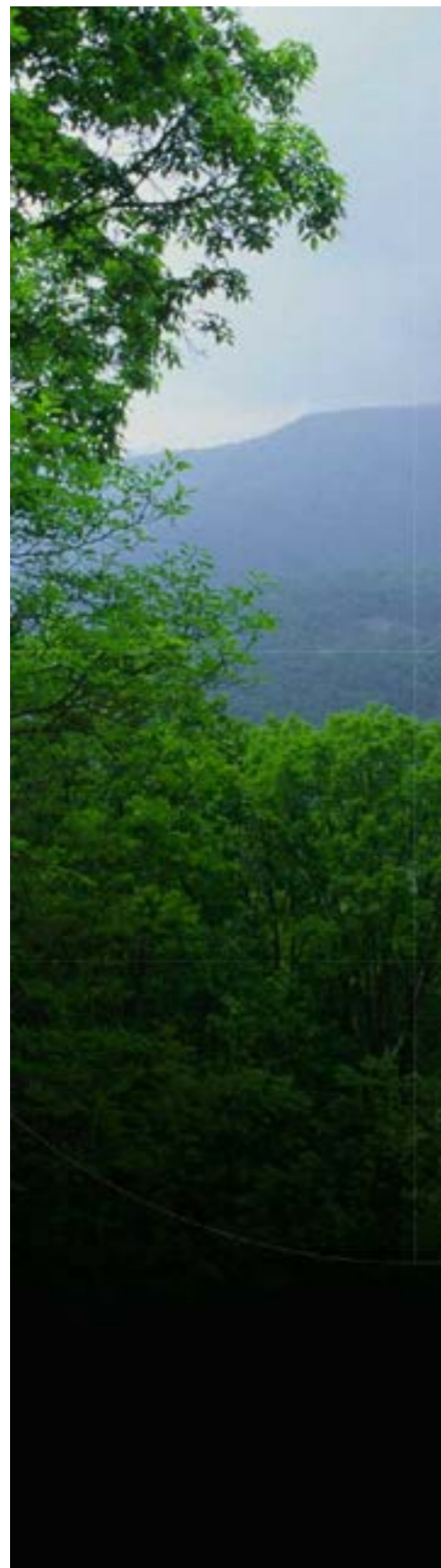
- **Workplace hazards:** The lack of attention to safety and cleanliness led to workplace hazards, jeopardising the well-being of our personnel.
- **Disconnect between Shopfloor Team and workplace:** This resulted in poor housekeeping practices and neglect of equipment maintenance.
- **Increased process losses:** The lack of structure and adherence to conventional procedures caused an increase in process losses, which impacted overall operational efficiency.
- **Decline in productivity:** Productivity levels within the organisation suffered as a result of the aforementioned issues.



## The solution

To address these challenges and drive a cultural shift within the Company, we took proactive measures which include:

- **Identifying lagging areas:** We identified key areas requiring improvement and prioritised them as starting points for the programme.
- **Assigning Area Owners:** Each identified area was assigned an Area Owner who assumed responsibility for cleaning and maintaining their respective workplace. This ownership approach ensured accountability and instilled a sense of ownership in the employees.
- **Regular audits:** Sectional in-charges conducted 5S-GEMBA rounds to audit cleanliness and safety, providing valuable feedback for sustained improvements.
- **Inclusive approach:** This programme's scope expanded to all areas of the manufacturing units within a few months, ensuring that every employee had a role to play in the transformation process.
- **Comprehensive approach:** The initiative extended beyond traditional working areas, including the Scrapyard and Effluent Treatment Plant (ETP) areas, which are typically prone to poor cleanliness due to waste handling.
- **Environmental enhancement:** To create a cleaner environment, we initiated plantation activities in and around the ETP plant, fostering a greener workplace.



## CERTIFICATE EPD REGISTRATION

This document is to confirm that

### BERGER PAINTS INDIA LIMITED

has published an Environmental Product Declaration for

### BERGER EXTERNAL THERMAL INSULATION & COMPOSITE SYSTEMS (ETICS)

with registration number S-P-01418  
in the International EPD® System.

The EPD has been developed in accordance with ISO 14025, the General Programme Instructions for the International EPD® System and the reference PCR 2012:01. Verification was performed by Hüdai Kara.

This document is valid until 2025-08-03, or until the EPD is de-registered and no longer published at [www.environdec.com](http://www.environdec.com).

Sebastian Welling  
Secretariat of the International EPD® System  
Stockholm, Sweden, 2020-10-12

## BERGER PAINTS INDIA LIMITED

(CIN: L51434WB1923PLC004793)

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

Phone Nos.: 91 33 2229 9724 - 28/7605019724; 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-ninth Annual General Meeting of Berger Paints India Limited will be held on Friday, 11th August, 2023 at 11 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, 2023, 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 ₹3.20 (320%) per share on the paid up equity shares of ₹1/- each of the Company for the financial year ended 31st March, 2023, 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 11th August, 2023 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 4th August, 2023.”

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

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 reappointment, be and is hereby re-appointed as a Director of the Company.”

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

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 the provisions of Sections 149, 152 read with Schedule IV and other relevant provisions of the Companies Act, 2013 (“the Act”) and Rules made thereunder read with Regulation 25(2A) and other relevant provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force], the Articles of Association of the Company and based on the recommendation of the Compensation and Nomination and Remuneration Committee



and approval of the Board of Directors, Mr Anoop Hoon (DIN: 00686289), who has given his consent for the reappointment and has submitted a declaration that he meets the criteria for independence and holds office as an Independent Director up to 31st January, 2024 be and is hereby reappointed as an Independent Director of the Company, not liable to retire by rotation, for a second term of five (5) consecutive years commencing from 1st February, 2024 up to 31st January, 2029.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary, expedient or desirable for the purpose of giving effect to the aforesaid resolution and in connection with any matter incidental thereto.”

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

6. **“RESOLVED THAT** pursuant to the provisions of Sections 149, 152 read with Schedule IV and other relevant provisions of the Act and Rules made thereunder read with Regulation 25(2A) and other relevant provisions of the Listing Regulations [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force], the Articles of Association of the Company and based on the recommendation of the Compensation and Nomination and Remuneration Committee and approval of the Board of Directors, Mrs Sonu Halan Bhasin (DIN: 02872234), who has given her consent for the reappointment and has submitted a declaration that she meets the criteria for independence and holds office as an Independent Director up to 31st January, 2024 be and is hereby reappointed as an Independent Director of the Company, not liable to retire by rotation, for a second term of five (5) consecutive years commencing from 1st February, 2024 up to 31st January, 2029.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary, expedient or desirable for the purpose of giving effect to the aforesaid resolution and in connection with any matter incidental thereto.”

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

7. **“RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions of the Act, the Rules framed thereunder read with Schedule IV to the Act and the Listing Regulations [including any statutory modification(s) or re-enactment(s) for the time being in force], Mr Gopal Krishna Pillai (DIN: 02340756), who was appointed as an Additional Director (Category – Non-Executive, Independent Director) of the Company based on the recommendation of the Compensation and Nomination and Remuneration Committee and approval of the Board of Directors pursuant to Section 161 of the Act with effect from 15th May, 2023 to hold office upto the date of the ensuing Annual General Meeting and in respect of whom the Company has received a valid nomination from a member proposing him as a Director of the Company in terms of the provisions of Section 160 of the Act be and is hereby appointed as Director (category: Non-Executive, Independent Director) of the Company, not liable to retire by rotation for a term of 5 (five) consecutive years commencing from his date of appointment i.e., 15th May, 2023 up to 14th May, 2028.

**RESOLVED FURTHER THAT** pursuant to Regulations 17(1A) and 25(2A) of the Listing Regulations and the applicable provisions of the Act and relevant Rules framed thereunder [including any statutory modification(s)/amendment(s)/re-enactment(s) thereto], approval of the Members be and is hereby also accorded to the continuation of directorship of Mr Gopal Krishna Pillai (DIN: 02340756), as a Non-Executive, Independent Director of the Company, not liable to retire by rotation, after attaining the age of 75 years on 30th November, 2023 for his remaining tenure as an Independent Director up to 14th May, 2028.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary, expedient or desirable for the purpose of giving effect to the aforesaid resolution and in connection with any matter incidental thereto.”

To consider and, if thought fit, to pass, the following resolutions 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(s) or modification(s) 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., Cost Accountants (Firm Registration No.000056) and the remuneration of ₹1,90,000 plus out of pocket expenses and taxes as applicable payable to M/s Shome and Banerjee, Cost Accountants (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 on 31st March, 2024, be and is hereby ratified.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary, expedient or desirable for the purpose of giving effect to the aforesaid resolution and in connection with any matter incidental thereto.”

Place: New Delhi

Dated: 15th May, 2023

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

#### NOTES:

- 1) In compliance with the circular issued by the Ministry of Corporate Affairs (“MCA”), vide its General Circular Nos. 14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 20/2020 dated 5th May, 2020, 2/2022 dated 5th May, 2022, 10/2022 dated 28th December, 2022 and other relevant circulars (“MCA Circulars”) read with the Securities and Exchange Board of India (“SEBI”) Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5th January 2023 and other relevant circulars issued by the SEBI, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), Secretarial Standard on General Meetings (“SS-2”) issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations [including any statutory modification(s) or re-enactment(s) thereof for the time being in force and as amended from time to time], the Annual General Meeting (AGM) of the Company is being held through VC or OAVM facility, without the physical presence of the Members at a common venue. Members attending the AGM through VC or OAVM shall be counted for the purpose of reckoning quorum under Section 103 of the Companies Act, 2013. The deemed venue for the 99th AGM shall be the Registered Office of the Company situated at Berger House, 129 Park Street, Kolkata-700017.
- 2) In terms of the MCA Circulars, physical attendance of Members has been dispensed with and, therefore, there is no requirement of appointment of proxies. Accordingly, the facility of appointment of proxies by Members under Section 105 of the Act will not be available for the 99th AGM and consequently, the proxy form and attendance slip are not annexed to this notice convening the 99th AGM of the Company. However, in pursuance of Section 112 and Section 113 of the Act, representatives of the Members may be appointed for the purpose of voting through remote e-Voting through Board Resolution/Power of Attorney/Authority Letter, etc., for participation in the 99th AGM through VC or OAVM facility and e-Voting during the 99th AGM and since the 99th AGM is being held through VC or OAVM facility, the Route Map is not annexed in this Notice.



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 Authorisation Letter together with attested specimen signature(s) of the authorised signatory(ies) who are authorised to vote, to the Scrutinizer through e-mail at [aklabhcs@gmail.com](mailto:aklabhcs@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).

- 3) The Members can join the AGM in the VC or OAVM mode 30 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairperson of the Audit Committee, Chairman of the 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.
- 4) In compliance with the aforesaid MCA Circulars and SEBI Circular, Notice of the AGM along with the Annual Report 2022-23 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 2022-23 will also be available on the Company's website - [www.bergerpaints.com](http://www.bergerpaints.com), websites of the Stock Exchanges, i.e., BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively, and on the e-Voting website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- 5) The Register of Members and Share Transfer Books of the Company shall remain closed from Saturday, 5th August, 2023 to Friday, 11th August, 2023.
- 6) SEBI vide its Circular Nos. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/655 dated 3rd November, 2021, SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2021/687 dated 14th December, 2022 and SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated 16th March, 2023 has provided common and simplified norms for processing investor's service request by RTA's and norms for furnishing PAN, KYC and Nomination details.

As per the said Circular, it is mandatory for the shareholders holding securities in physical form to *inter alia* furnish PAN, KYC and Nomination details. Physical folios wherein the PAN, KYC and Nomination details are not available shall be frozen by the RTA on or after 1st October, 2023. Holders of such frozen folios shall be eligible to lodge their grievance or avail service request from the RTA only after furnishing the complete documents/details. Similarly, the holders of such frozen folios shall be intimated in case of any payment including dividend, interest or redemption stating that such payment is due and shall be made electronically upon furnishing complete documents/details.

Any payments including dividend in respect of such frozen folios shall only be made electronically with effect from 1st April, 2024, upon registering the required details. The said physical folios shall be referred by the Company or RTA to the administering authority under the Prohibition of Benami Property Transactions Act, 1988 and/or Prevention of Money Laundering Act, 2002, if they continue to remain frozen as on 31st December, 2025.

Pursuant to the said Circular, the Company has sent individual letters on 18th February, 2023 to all Members holding shares of the Company in physical form for furnishing their PAN, KYC details (i.e., Postal Address with pin code, email address, mobile number, bank account details) and Nomination details through Form ISR-1. The said Form ISR-1 can be downloaded from the website of the Company at <https://www.bergerpaints.com/investors/investor-services.html> or from the website of Company's RTA at <http://www.cbmsl.com>.

- 7) Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated 25th January, 2022 has mandated the Listed Companies to issue securities in demat form only while processing service requests viz., issue of duplicate securities certificate, claim from Unclaimed Suspense Account, renewal/exchange of securities certificate, endorsement, sub-division/splitting of securities certificate, consolidation of securities certificates/folios, transmission and transposition. Further SEBI vide its circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/65 dated 18th May, 2022 has simplified the procedure and standardized the format of documents for transmission of securities. Accordingly, members are requested to make service requests by submitting a duly filled and signed Form ISR-4 and ISR-5, as the case may be. The said forms can be downloaded from the website of the Company at <https://www.bergerpaints.com/investors/investor-services.html> or of its RTA at <http://www.cbmsl.com>.

Members holding equity shares of the Company in physical form are requested to kindly get their equity shares converted into demat/electronic form since transfer of equity shares/issuance of equity shares in physical form have been disallowed by SEBI.

- 8) Members holding equity shares in physical form, who have not updated their mandate for receiving the dividends directly in their bank accounts through Electronic Clearing Service or any other means ("Electronic Bank Mandate"), can register their Electronic Bank Mandate to receive dividends directly into their bank account electronically or any other means, by sending Form ISR-1 duly filled in and signed, the format of which is available on the website of the Company at <https://www.bergerpaints.com/investors/investor-services.html> or from the website of its RTA at <http://www.cbmsl.com> along with following documents latest by 31st July, 2023 to the Company at its Registered Office address – (1) Secretarial Department, Berger Paints India Limited, 129, Park Street, Kolkata - 700017 or to its RTA i.e., (2) M/s CB Management Services (P) Limited (P-22, Bondel Road, Kolkata -700019):-
  - a) copy of cancelled cheque leaf bearing the name of the first or sole holder;
  - b) self attested scanned copy of the PAN Card; and
  - c) self attested scanned copy of any document (such as AADHAAR Card, Driving License, Election Identity Card, Passport) in support of the postal address of the Member as registered against their shareholding.

For the Members holding shares in demat mode, you are requested to update your Electronic Bank Mandate through your Depository Participant(s).

- 9) To prevent fraudulent transactions, Members are advised to exercise due diligence and notify the Company of any change in address or demise of any Member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified from time to time.
- 10) Explanatory Statement pursuant to Section 102 of the Act, 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.
- 11) In terms of General Circular Nos. 20/2020 dated 5th May, 2020, 2/2022 dated 5th May, 2022 and 10/2022 dated 28th December, 2022 and other relevant circulars issued by the Ministry of Corporate Affairs, all items proposed under Special Business are considered unavoidable by the Board of Directors of the Company.



- 12) All documents referred to in the Notice and the Explanatory Statement shall be made available for online 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, (i) the Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and (ii) the Register of Contracts or Arrangements in which Directors are interested maintained under Section 189 of the Act and (iii) the Certificate from Secretarial Auditor 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 and Sweat Equity) Regulations, 2021 along with (iv) draft letter of appointment for Independent Directors proposed to be appointed/re-appointed and (v) Notice under Section 160 of the Act, proposing candidature of Directors for appointment/re-appointment 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).

- 13) Members holding shares in physical form who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in Form ISR-3 or SH-14 as the case may be. Members may download the said forms from the Company's website under the weblink at <https://www.bergerpaints.com/investors/investor-services.html>. 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 warrant(s)/bankers' cheque(s) and demand draft(s), 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.

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), required 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 2022-23, the Company had transferred 1,42,311 equity shares to IEPF on due dates. 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 <http://www.mca.gov.in/mcafoportal/iepf5Service.do>.

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. However, before filing of claim(s) with IEPF Authority, Members/claimants are advised to approach the Company for issue of Entitlement letter along with all the required documents as per the communication issued by the IEPF Authority on 20th July, 2022. 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
2015-16	FINAL	08.09.2023
2016-17	FINAL	08.09.2024
2017-18	FINAL	04.09.2025
2018-19	FINAL	06.09.2026
2019-20	INTERIM	24.03.2027
2019-20	FINAL	30.10.2027
2020-21	FINAL	02.10.2028
2021-22	FINAL	01.10.2029

- 16) The shareholders holding shares in physical mode and whose names appear in the Register of Members on 11th August, 2023 shall be eligible for receipt of dividend, while 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 4th August, 2023 shall be eligible for receipt of dividend as recommended by the Board subject to approval of the proposed resolution in this connection by the Members 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 and IFSC Codes of their banks to their Depository Participants (in case of shares held in dematerialised form) or to the Company's RTA (in case of shares held in physical form) at the earliest.
- 17) Pursuant to the amendment made in Regulation 40 of Listing Regulations and vide Gazette notification dated 24th January, 2022, except in case of transmission or transposition of securities, requests for effecting transfer shall not be processed unless the securities are held in dematerialised form with a depository.
- 18) As the AGM is being conducted through VC or OAVM, the Members are requested to express their views/send their queries in writing well in advance for smooth conduct of the AGM but not later than 5:00 P.M. (IST) Friday, 4th August, 2023 mentioning their names, folio numbers/demat account numbers, e-mail addresses and mobile numbers at [sumandey@bergerindia.com](mailto:sumandey@bergerindia.com) with a copy to [rajibde@bergerindia.com](mailto: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 Friday, 4th August, 2023 (5:00 P.M. IST) at [sumandey@bergerindia.com](mailto:sumandey@bergerindia.com) with a copy to [rajibde@bergerindia.com](mailto: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.

19) 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](mailto:sumandey@bergerindia.com) with a copy to [rajibde@bergerindia.com](mailto:rajibde@bergerindia.com)/the RTA at [subhabrata@cbmsl.co](mailto:subhabrata@cbmsl.co)/[ranarc@cbmsl.co](mailto: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](mailto:subhabrata@cbmsl.co)/[ranarc@cbmsl.co](mailto:ranarc@cbmsl.co) on or before 31st July, 2023. 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 the last financial year 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 31st July, 2023.
- (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 31st July, 2023.

Please refer to **Annexure A** of Corporate Governance Report under “General Shareholder Information” for further details.

20) As on 31st March, 2023, 3,61,565 equity shares of ₹1/- each fully paid up have remained unclaimed for 126 shareholders. During the year, the Company has received 12 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, 38,283 equity shares of ₹1/- each were transferred from unclaimed suspense account to IEPF Account between the period 1st April, 2022 to 31st March, 2023. The details are given in **Annexure A** of the Corporate Governance Report.

21) 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 5th May, 2020, 13th January, 2021, 5th May, 2022 and 28th December, 2022, 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 8th August, 2023 (Tuesday at 9:00 a.m.) and will end on 10th August, 2023 (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.	Existing <b>IDeAS</b> user can visit the e-Services website of NSDL viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “ <b>Beneficial Owner</b> ” icon under “ <b>Login</b> ” which is available under ‘ <b>IDeAS</b> ’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “ <b>Access to e-Voting</b> ” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e., NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
	2.	If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> . Select “ <b>Register Online for IDeAS Portal</b> ” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a> .
	3.	Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com">https://www.evoting.nsdl.com</a> /either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “ <b>Login</b> ” which is available under ‘ <b>Shareholder/Member</b> ’ section. A new screen will open. You will have to enter your User ID (i.e., your sixteen digit demat account number hold 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 company name or <b>e-Voting service provider i.e., 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.



Type of shareholders	Login Method
	<p>4. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> 
Individual Shareholders holding securities in demat mode with CDSL	<p>1. Users who have opted for CDSL Easi/Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi/Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing myeasi username &amp; password.</p>
	<p>2. After successful login the Easi/Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</p>
	<p>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</p>
	<p>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders (holding securities in demat mode) login through their depository participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. 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 company name or e-Voting service provider i.e. NSDL 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 &amp; voting during the meeting.</p>

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned 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 <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at 022 - 4886 7000 and 022 - 2499 7000
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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33

**B) Login Method for e-Voting and joining virtual meeting 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>/either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/ Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices 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. Password details for shareholders other than Individual shareholders 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 email ID. Trace the email sent to you from NSDL from your mailbox. Open the email 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 steps mentioned below in **process for those shareholders whose email ids are not registered.**
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 etc.
  - 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 and join General Meeting on NSDL e-Voting system?

1. 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.
2. Select "EVEN (124439)" of the Company for which you wish 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 Meeting".
3. Now you are ready for e-Voting as the Voting page opens.

4. 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.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. 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 authorized signatory(ies) who are authorized to vote, to the Scrutinizer 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). Institutional shareholders (i.e., other than individuals, HUF, NRI etc.) can also upload their Board Resolution/Power of Attorney/Authority Letter etc. by clicking on "Upload Board Resolution/Authority Letter" displayed under "e-Voting" tab in their login.
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: 022 - 4886 7000 and 022 - 2499 7000 or send a request to Ms Pallavi Mhatre, Senior Manager at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).

#### Process 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:

1. 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)/[rajibde@bergerindia.com](mailto:rajibde@bergerindia.com).
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID 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)/[rajibde@bergerindia.com](mailto:rajibde@bergerindia.com). If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e., Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.
3. Alternatively shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.

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.



#### THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. 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.
3. 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.
4. 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.

#### INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC or OAVM ARE AS UNDER:

1. Shareholder will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under "**Join meeting**" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member 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.
2. Shareholders are encouraged to join the Meeting through Laptops for better experience.
3. Further Shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants 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.
5. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name, demat account number/folio number, email id, mobile number at **sumandey@bergerindia.com/rajibde@bergerindia.com** latest by 5 p.m. (IST) on Friday, 4th August, 2023. The same will be replied by the Company suitably.
6. Shareholders who would like to express their views/ask questions as a speaker at the Meeting may pre-register themselves by sending a request from their registered e-mail address mentioning their names, DP ID and Client ID/ folio number, PAN and mobile number at **sumandey@bergerindia.com/rajibde@bergerindia.com** latest by 5 p.m. (IST) on Friday, 4th August, 2023. Only those Shareholders who have pre-registered themselves as a speaker will be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.
7. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate, for smooth conduct of the AGM.

8. Members who need assistance before or during the AGM, can contact Ms Pallavi Mhatre, Manager, NSDL at **evoting@nsdl.co.in** or call 022 - 4886 7000 and 022 - 2499 7000.
9. Shareholders attending the AGM through VC or OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
- 22) 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 4th August, 2023.
- 23) 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., 4th August, 2023 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**.
- 24) 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.
- 25) 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.
- 26) Pursuant to the provisions of Section 108 of the Act, Mr A.K. Labh, Practising Company Secretary (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.
- 27) 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, within 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 Company Secretary or a person authorised by the Chairman in writing, who shall countersign the same.
- 28) 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.
- 29) 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., 11th August, 2023.



## EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

### ITEM NO. 3

Mr Kuldeep Singh Dhingra (Mr Dhingra) [DIN: 00048406] aged seventy-five (75) 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 a person or continue the directorship of any person as a Non - Executive Director who has attained the age of seventy-five (75) 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 52 years of experience in paint and related industries and his contribution to the paint and related industries are well known and internationally acclaimed. His rich experience, expertise and guidance has all along resulted in the organic and inorganic growth of the Company.

Mr Dhingra is liable to retire by rotation at this Annual General Meeting and it is proposed to reappoint him as a Director of the Company subject to requisite consent received from shareholders. Regulation 17(1A) of the Listing Regulations will be applicable and a Special Resolution is required to be passed. Hence, the approval of the members is sought by way of a Special Resolution.

Mr Dhingra is not debarred from holding office of a Director by virtue of any SEBI Order or Order of any other such authority.

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 (75) years of age. Hence the Board recommends the resolution set out in item No.3 as Special Resolution.

The details required under Regulation 36(3) of the Listing Regulations and Secretarial Standards 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.

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 Resolution No.3 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. 3 as contained in the Notice.

### ITEM NO. 5

Pursuant to Section 149 of the Companies Act, 2013 (“the Act”) and upon the recommendation of the Compensation and Nomination and Remuneration Committee, the Board of Directors at its meeting held on 1st February, 2019 appointed Mr. Anoop Hoon (Mr Hoon) as an Additional Director (Category: Non-Executive, Independent) of the Company. He was appointed as an Independent Director of the Company for a first term of 5 (five) consecutive years w.e.f. 1st February, 2019 upto 31st January, 2024 by the Members at the Annual General Meeting of the Company held on 5th August, 2019. Mr Hoon has registered himself with the Indian Institute of Corporate Affairs (IICA) and his name is included in the data bank maintained by the IICA. His present tenure as an Independent Director will expire on 31st January, 2024.

In terms of Section 152 read with Schedule IV of the Companies Act, 2013, the Board is of the opinion that Mr Hoon fulfils the conditions for his reappointment as an Independent Director as specified in the Act and the Listing Regulations and is Independent of the management of the Company. The Board pursuant to the recommendation of the Compensation and Nomination and Remuneration Committee approved the re-appointment of Mr Hoon as an Independent Director of the Company, not being liable to retire by rotation, considering his experience in Marketing, Sales, HR, Supply Chain and Commercial functions for a second term of 5 (five) consecutive years commencing from 1st February, 2024 up to 31st January, 2029, subject to the approval of Members, by way of a Special Resolution.

Mr Hoon is entitled to commission on net profits of the Company not exceeding 1% in aggregate (together with all Non-Executive Directors) as computed in the manner referred to in Section 198 of the Act and Rules framed thereunder subject to a maximum of ₹1 Crore per annum.

Mr Hoon is not debarred from holding office of a Director by virtue of any SEBI Order or Order of any other such authority.

The copy of the draft letter of appointment, setting out the terms and conditions of his reappointment and all other documents referred to in the accompanying Notice and this Statement shall be available for inspection by the Members electronically. Members seeking to inspect the same are requested to follow the procedure mentioned in Note No.12 to this Notice.

The Board recommends the resolution as set out in Item No.5 of the Notice for approval of the Members by way of a Special Resolution.

Except Mr Hoon, and his relatives, 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.

A brief profile and other information as required under Regulation 36 of the Listing Regulations and Secretarial Standard-2 issued by the Institute of Company Secretaries of India (ICSI) is annexed to this Notice.

### ITEM NO. 6

Pursuant to Section 149 of the Act and upon the recommendations of the Compensation and Nomination and Remuneration Committee, the Board of Directors at its meeting held on 1st February, 2019 appointed Mrs Sonu Halan Bhasin (Mrs Bhasin) as an Additional Director (Category: Non-Executive, Independent) of the Company. She was appointed as an Independent Director of the Company for a first term of 5 (five) consecutive years w.e.f. 1st February, 2019 up to 31st January, 2024 by the Members at the Annual General Meeting of the Company held on 5th August, 2019. Mrs Bhasin has registered herself with the Indian Institute of Corporate Affairs (IICA) and her name is included in the data bank maintained by the IICA. Her present tenure as an Independent will expire on 31st January, 2024.

In terms of Section 152 read with Schedule IV of the Companies Act, 2013, the Board is of the opinion that Mrs Bhasin fulfils the conditions for her reappointment as an Independent Director as specified in the Act and the Listing Regulations and is Independent of the management of the Company. The Board pursuant to the recommendation of the Compensation and Nomination and Remuneration Committee approved the re-appointment of Mrs Bhasin as an Independent Director of the Company, not being liable to retire by rotation, considering her experience as a senior professional with career spanning over 30 years, setting-up and managing businesses and her association with several reputed companies for a second term of 5 (five) consecutive years commencing from 1st February, 2024 up to 31st January, 2029, subject to the approval of Members, by way of a Special Resolution.



Mrs Bhasin is entitled to commission on net profits of the Company not exceeding 1% in aggregate (together with all Non-Executive Directors) as computed in the manner referred to in Section 198 of the Act and Rules framed thereunder subject to a maximum of ₹1 Crore per annum.

Mrs Bhasin is not debarred from holding office of a Director by virtue of any SEBI Order or Order of any other such authority.

The copy of the draft letter of appointment, setting out the terms and conditions of her reappointment and all other documents referred to in the accompanying Notice and this Statement shall be available for inspection by the Members electronically. Members seeking to inspect the same are requested to follow the procedure mentioned in Note No.12 to this Notice.

The Board recommends the resolution as set out in Item No.6 of the Notice for approval of the Members by way of a Special Resolution.

Except Mrs Bhasin, and her relatives, no other Director or Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in Resolution No. 6 as contained in the Notice.

A brief profile and other information as required under Regulation 36 of the Listing Regulations and Secretarial Standard-2 issued by ICSI is annexed to this Notice.

#### ITEM NO. 7

Mr Gopal Krishna Pillai [Mr Pillai (DIN: 02340756)] was appointed as an Additional Director (Category: Non-Executive, Independent) of the Company by the Board of Directors with effect from 15th May, 2023 pursuant to Section 161 of the Act. Mr Pillai has filed declaration of independence and is deemed to be Independent within the meaning of Section 149 of the Act and Regulation 16 of the Listing Regulations.

In terms of Section 161 of the Act, Mr Pillai holds office as an Additional Director up to the conclusion of the ensuing Annual General Meeting and the Company has received a notice in writing from a Member in terms of Section 160 of the Act proposing the candidature of Mr Pillai for appointment as an Independent Director as per the provisions of Sections 149 and 152 of the Act.

Mr Pillai, a retired officer of the Indian Administrative Service (IAS) has worked in a number of senior positions in the Central and State Governments.

Mr Pillai will attain the age of 75 (seventy five) years on 30th November, 2023 and the continuation of his directorship will be subject to approval of the shareholders by way of a Special Resolution as required under Regulation 17(1A) of the Listing Regulations.

Earlier, Mr Pillai was Non-executive, Independent Director of the Company from 12th September, 2014 to 11th September, 2019.

Mr Pillai is not debarred from holding office of a Director by virtue of any SEBI Order or Order of any other such authority.

Based on the recommendation of the Compensation and Nomination and Remuneration Committee and subject to the approval of the Members of the Company, the Board of Directors of the Company considering Mr Pillai's experience as an Administrator approved his appointment as an Independent Director. Accordingly, approval of the Members is now sought for appointment of Mr Pillai for a period of 5 (five) consecutive years from the date of his appointment i.e., from 15th May, 2023 up to 14th May, 2028. Pursuant to Section 149(13) of the Act, Mr Pillai will not be liable to retire by rotation.

In terms of the provisions of the Act, Mr Pillai has filed requisite consent(s)/disclosures before the Board. As required under Regulation 25(8) of the Listing Regulations, Mr Pillai has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties. Mr Pillai has registered himself

with the Indian Institute of Corporate Affairs (IICA) and his name is included in the data bank maintained by the IICA. In the opinion of the Board, Mr Pillai meets the criteria of Independence as stipulated under Section 149(6) of the Act and Rules framed and is Independent of the management.

Mr Pillai is entitled to commission on net profits of the Company not exceeding 1% in aggregate (together with all Non-Executive Directors) as computed in the manner referred to in Section 198 of the Act and Rules framed thereunder subject to a maximum of ₹1 Crore per annum.

The copy of the draft letter of appointment, setting out the terms and conditions of his appointment and all other documents referred to in the accompanying Notice and the Explanatory Statement shall be available for inspection by the Members electronically. Members seeking to inspect the same are requested to follow the procedure mentioned in Note No.12 to this Notice.

The Board recommends the resolution as set out in Item No.7 for approval of the Members by way of a Special Resolution.

Except Mr Pillai, and his relatives, no other Director or Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise, in Resolution No. 7 as contained in the Notice.

A brief profile and other information as required under Regulation 36 of the Listing Regulations and Secretarial Standard-2 issued by ICSI is annexed to this Notice.

#### ITEM NO. 8

The Board of Directors at its meeting held on 15th May, 2023 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 plus applicable taxes 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 ₹1,90,000 plus applicable taxes 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, 2024. 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 factories situated at Jammu and Sandila and the factories of British Paints Division situated at Sikandrabad and 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, 2024 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: New Delhi

Dated: 15th May, 2023

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 Kuldeep Singh Dhingra, Mr Gurbachan Singh Dhingra, Mr Anoop Hoon, Mrs Sonu Halan Bhasin and Mr Gopal Krishna Pillai, Directors of the Company, who are seeking re-appointment/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 No. 3	Item No. 4	Item No. 5	Item No. 6	Item No. 7
Name of the Director	Mr Kuldeep Singh Dhingra (DIN: 00048406)	Mr Gurbachan Singh Dhingra (DIN: 00048465)	Mr Anoop Hoon (DIN: 00686289)	Mrs Sonu Halan Bhasin (DIN: 02872234)	Mr Gopal Krishna Pillai (DIN: 02340756)
Brief Resume of the Director	Mr Kuldeep Singh Dhingra is the Chairman of the Board of Directors. He has been a Director of the Company since 1991. Mr Dhingra is a Science Graduate from Hindu College, Delhi University. He is a promoter and an industrialist with long standing experience in the paint and related industries.	Mr Gurbachan Singh Dhingra is the Vice-Chairman of the Board of Directors. He has been a Director of the Company since 1993. Mr Dhingra is a Graduate from Punjab University. He is a promoter and an industrialist with considerable experience in the paint industry, especially in its technical aspects.	Mr Anoop Hoon completed his B.A. in Economics from St. Xavier's College, Kolkata and Post Graduation in IR & PM from XLRI, Jamshedpur. He has rich experience in Marketing, Sales, HR, Supply Chain and Organisational development. He has worked with various leading corporates and held senior positions.	Mrs Sonu Halan Bhasin completed her Graduation [B.Sc.(Hons)] in Mathematics from St. Stephen's College, Delhi University. She also did her MBA from Faculty of Management Studies (FMS), Delhi. Her career spans over 30 years wherein she has set up and managed large businesses and diverse teams across financial and non-financial sectors in India and abroad. She has been associated with various reputed corporates and held senior positions.	Mr Gopal Krishna Pillai completed his B.Sc. from St. Joseph's College, Bangalore and M.Sc. from IIT, Madras. Mr Pillai is a retired IAS Officer and has rich experience in Administration and has worked in a number of senior positions in the Central and State Governments.
Category of Director	Non-Executive, Non-Independent	Non-Executive, Non-Independent	Non-Executive, Independent	Non-Executive, Independent	Non-Executive, Independent
Date of Birth / Age	2nd September, 1947 (75 years)	9th April, 1950 (73 years)	15th October, 1955 (67 years)	28th September, 1963 (59 years)	30th November, 1949 (74 years)
Nationality	Indian	Indian	Indian	Indian	Indian
Date of First Appointment on the Board	17th July, 1991	14th May, 1993	1st February, 2019	1st February, 2019	12th September, 2014
Qualification	Science Graduate, Hindu College, Delhi University	Graduate, Punjab University	B.A in Economics from St. Xavier's College, Kolkata, Post Graduate in IR & PM from XLRI, Jamshedpur	B.Sc. (Hons.) Mathematics from St. Stephen's College, Delhi University and MBA – Faculty of Management (FMS), Delhi University	B.Sc. from St. Joseph's College, Bangalore, M.Sc. from IIT, Madras

Particulars	Item No. 3	Item No. 4	Item No. 5	Item No. 6	Item No. 7
Expertise in specific functional areas	Industrialist with long standing experience in the paint and related industries. His experience and expertise is helpful for the organic and inorganic growth of the business.	Industrialist having considerable experience in paint industry, especially in its technical aspects. His experience is helpful for the business growth, its manufacturing and technical aspects.	Experience in marketing, sales, organizational development, HR, supply chain and commercial functions. Served as Business Head of various leading corporates where he was associated.	Wide range of experience in handling financial management and developing management strategies. Expert in policy making, strategic planning and also authored several books on entrepreneurship and success.	An Administrator who has worked in a number of senior positions in the Central and State Governments.
Terms and conditions of re-appointment	Non-Executive, Non-Independent Director, liable to retire by rotation	Non-Executive, Non-Independent Director, liable to retire by rotation	Non-Executive, Independent Director, not liable to retire by rotation. Proposed to be re-appointed for a second term of 5 (five) consecutive years in accordance with resolution No. 5.	Non-Executive, Independent Director, not liable to retire by rotation. Proposed to be re-appointed for a second term of 5 (five) consecutive years in accordance with resolution No. 6.	Non-Executive, Independent Director, not liable to retire by rotation. Proposed to be appointed for a term of 5 (five) consecutive years in accordance with resolution No. 7
Directorship held in other listed entities as on 31st March, 2023	Relaxo Footwears Limited	Nil	Nil	1. Whirlpool of India Limited 2. Sutlej Textiles and Industries Limited 3. Indus Towers Limited 4. Multi Commodity Exchange of India Limited 5. KFin Technologies Limited	Adani Ports and Special Economic Zone Limited
Names of the listed entities from which the Director has resigned in the past three years	Nil	Nil	Nil	Nil	Zuari Agro Chemicals Limited
The skills and capabilities required for the role and the manner in which Mr Anoop Hoon, Mrs Sonu Halan Bhasin and Mr Gopal Krishna Pillai meet such requirements for their re-appointment/appointment	-	-	Rich experience in Marketing, Sales, Organisational development, HR, Supply chain. His leadership qualities will immensely help a fast growing Company like Berger which is known for its marketing strategy, digitization, innovation and bouquet of differentiated products keeping in mind better customer experience.	Experience in handling financial management and development of management strategies with expertise in policy making, strategic planning which would bring in lot of value addition in decision making processes for a fast growing Company like Berger with competition increasing by every passing day.	Being an Administrator who has worked in various senior positions in the Central and State Government, he will bring in new strategies for growth and guide the management with his rich experience and managerial capabilities.



Particulars	Item No. 3	Item No. 4	Item No. 5	Item No. 6	Item No. 7
Chairman / Member of Committees of the Board of the listed entities on which he/she is a Director as on 31st March, 2023	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	Member of Share Transfer Committee – Berger Paints India Limited Member of Stakeholders' Relationship & Investor Grievance Committee – Berger Paints India Limited Chairman of Compensation and Nomination and Remuneration Committee – Berger Paints India Limited Member of Business Process & Risk Management Committee – Berger Paints India Limited Chairman of Environment Social and Governance Committee – Berger Paints India Limited	Chairperson of Audit Committee – Berger Paints India Limited Member of Audit Committee – Whirlpool of India Limited, KFIN Technologies Limited, Indus Towers Limited Member of Nomination & Remuneration Committee - Whirlpool of India Limited, KFIN Technologies Limited Member of Corporate Social Responsibility Committee – Sutlej Textiles & Industries Limited., KFIN Technologies Limited, Indus Towers Limited.	Chairman of Audit Committee – Adani Ports and Special Economic Zone Limited Member of Compensation and Nomination and Remuneration Committee – Adani Ports and Special Economic Zone Limited Member of Stakeholders' Relationship Committee – Adani Ports and Special Economic Zone Limited Member of Corporate Social Responsibility – Adani Ports and Special Economic Zone Limited Member of Business Process and Risk Management Committee – Adani Ports and Special Economic Zone Limited
Number of Board Meetings attended during the current financial year 2022-23	7	6	7	5	Refer Note 2 below
Shareholding in the Company	55,15,071 shares of ₹ 1/- each #	44,48,888 shares of ₹ 1/- each #	Nil	Nil	Nil
Shareholding in the Company as a beneficial owner	Nil	Nil	Nil	Nil	Nil
Remuneration details (including Sitting Fees & Commission)	No sitting fees are 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 as approved by the shareholders at the Annual General Meeting held on 4th August, 2017.				

Particulars	Item No. 3	Item No. 4	Item No. 5	Item No. 6	Item No. 7
Inter se relationship between Directors	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	Not Applicable	Not Applicable
Notes :					
1. # Does not include shares held by Mr Kuldeep Singh Dhingra and Mr Gurbachan Singh Dhingra as Settlor Trustees of KSD Family Trust and GBS Dhingra Family Trust respectively.					
2. Mr Gopal Krishna Pillai (DIN: 02340756) has been appointed as an Additional Director of the Company with effect from 15th May, 2023 to hold office as a Non-Executive, Independent Director of the Company for a term of 5 (five) consecutive years, subject to approval of the Members of the Company at the ensuing 99th AGM.					

Place: New Delhi  
Dated: 15th May, 2023

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, 2023.

### FINANCIAL RESULTS

(₹ in Crore)

Particulars	Financial Year			
	Standalone		Consolidated	
	2022-2023	2021-2022	2022-2023	2021-2022
Profit before Depreciation, Finance Cost and Taxation	1423.00	1245.65	1538.77	1395.66
Add: Share of Profit/Loss from Joint Ventures	-	-	(13.17)	3.86
Less:				
Depreciation and Amortisation Expense	234.00	197.53	264.03	226.51
Finance Cost	86.28	42.93	99.23	50.72
Profit Before Taxation	1102.72	1005.19	1162.34	1122.29
Less:				
Provision for Taxation	274.33	255.33	301.94	289.34
Profit After Taxation	828.39	749.86	860.40	832.95
Add:				
Other comprehensive income/(loss) for the year net of taxation	(0.55)	0.82	4.36	(15.50)
Total comprehensive income	827.84	750.68	864.76	817.45

### FINANCIAL PERFORMANCE

#### Highlights of the Standalone Results:

- Revenue from Operations for the year ended 31st March, 2023 was ₹9,470.62 Crore as against ₹7,740.93 Crore in the corresponding last financial year, representing an increase of 22.34% over the last financial year.
- EBIDTA (excluding other income) for the year ended 31st March, 2023 was ₹1,345.85 Crore as against ₹1,182.53 Crore in the corresponding last financial year, representing an increase of 13.81% over the last financial year.
- Net Profit for the financial year ended 31st March, 2023 was ₹828.39 Crore as against ₹749.86 Crore recorded in the previous financial year, representing an increase of 10.47% over the corresponding period of last financial year.

#### Highlights of the Consolidated Results:

- Revenue from Operations for the year ended 31st March, 2023 was ₹10,567.84 Crore as against ₹8,761.78 Crore in the corresponding last financial year, representing an increase of 20.61% over the last financial year.
- EBIDTA (excluding other income) for the year ended 31st March, 2023 was ₹1,487.20 Crore as against ₹1,331.07 Crore in the corresponding last financial year, representing an increase of 11.73% over the last financial year.
- Net Profit for the year ended 31st March, 2023 was ₹860.40 Crore as against ₹832.95 Crore in the corresponding last financial year, representing an increase of 3.30% over the last financial year.

The Board of Directors have recommended a dividend of ₹3.20 (320%) per equity share of ₹1/- each fully paid up for the financial year ended 31st March, 2023. Dividend is subject to approval of the shareholders.

## MANAGEMENT DISCUSSION AND ANALYSIS

### INDUSTRY STRUCTURE AND DEVELOPMENT

The global economy largely recovered from the impact of successive waves of the COVID-19 pandemic by early 2022, aided by large policy stimulus and expanding coverage of vaccinations. The gains achieved through concerted physical and monetary policy interventions during the pandemic period (2020-2021) were however somewhat impacted by the disturbances in Ukraine.

By the end of the year (FY 2022-23), the global economy regained poise, cushioned by a milder winter in Europe, policy support to mitigate the impact of soaring energy prices, resilient labour markets, and signs of inflation peaking. Easing of pandemic restrictions, mending of supply chain and logistics disruptions and a rebound in demand for contact intensive services buoyed the global economy. Nonetheless, global inflation surged to 8.7% from 4.7% in 2021, over shooting targets in the majority of the countries through the year. Global trade (goods and services) growth slowed from 10.4% in 2021 to 5.1% in 2022, reflecting the post pandemic slowdown in global demand and the restrictions on cross-border movement of goods and services imposed by the war in Ukraine.

Amidst, strong global headwinds, the Indian Economy closed with 7.2% GDP growth in 2022-23. A sustained recovery in discretionary spending, particularly in contact intensive services, restoration of consumer confidence, high festival season spending after two consecutive years of COVID-19 induced isolation and the Government's thrust on capex provided impetus to the growth momentum. In the second half of the year, however, the pace of year-on-year growth moderated because of base effects, lower private consumption demand caused by high inflation, slowdown in export growth on account of poor global demands and sustained input cost pressures.

In the industrial sector, manufacturing activities withstood global spillovers while electricity generation exhibited robust growth and mining recorded steady activity. Sustained momentum was seen in construction activity while infrastructure and capital goods production benefited from the government-led investments in infrastructure.

Like many economies, India also experienced a surge in inflation during 2022-23 primarily reflecting the impact of overlapping global supply shocks and pass through of higher input costs.

### INDIAN PAINT INDUSTRY

Coming out of two COVID hit years at the start of 2022, Indian Paint Industry was expecting a smooth sail, but the Russia - Ukraine conflict in late February, 2022 led to skyrocketing of crude oil prices and resultantly in raw material prices.

INR 700 (USD 8.64) billion, Indian Paint and Coatings Industry has been among the fastest growing industry for a number of years. Major headwinds such as COVID and high crude oil prices in 2022 have led to a significant impact on volume and on profitability of the paint companies in 2022, but industries' overall performance has been satisfactory on volume and value fronts. According to a forecast by Indian Paint Association, Indian paint and coatings industry will be worth INR 1000 billion (USD 12.34 billion) during the next 5 years, a growth of 43% from the current levels. The decorative segment has been the main stay of the Indian Paint and Coatings Industry. This segment witnessed strong growth in 2022 on the back of vibrant construction sector. Q3 (FY 2022-23), which is traditionally known as strong growth period for decorative paints business in the country proved a muted period for Indian decorative paints industry due to extended monsoon and shorter Diwali period. Healthy construction pipeline in the country, ambitious schemes of the Indian Government such as "Housing for All" and rising urbanization have been the main demand drivers for decorative coatings to play a major role in the future growth of the decorative paint consumption in the country in the medium and long term.

Economic growth, urbanization and purchasing power are three key demand drivers of decorative paint growth in any country. India is ticking all the boxes right in this aspect. With a fair GDP growth, rising urbanization and increasing purchasing power of a vast section of population, the outlook remains promising.

Urbanization in particular will play the most important role in the growth of the coatings industry in the decorative segment. Currently 34% of India's population resides in urban areas. The pace of urbanization has increased significantly over the last two decades. This pace is likely to continue and is estimated that 590 million people will start living in our cities by 2030, going up to 820 million by



2050. By 2035 the percentage of population in India residing in urban areas will be 43.2% according to a 2022 United Nations Report. With drive on capital outlay leading to robust growth in infrastructure spending by the Central Government, a large push has been made towards capital expenditure for infra projects. Union Budget of 2022-23 allotted two-thirds (64.7 per cent) of the total capex for Ministries of defence, road, and railways which shows the positive intent of the Central Government to drive all round infrastructure growth.

Accounting for more than 30% of India's paint and coatings industry, industrial segment of the paints and coatings has rapidly grown over the years. Primarily driven by steady growth in automotive segment, industrial coatings segment is expected to increase its share in the coming years. Growth in automotive segment has been driven by growing automotive industry in the country. India has overtaken Japan to become the third largest vehicle market in 2022 after China and the United States, selling more than 4.25 million vehicles riding on pent-up demand and enhanced production by car makers.

Though the Russia – Ukraine conflict had a worse impact on raw material prices for Indian paints and coatings business, the same was negated with increase in prices of paints in quick succession during May to November, 2022. Thankfully, prices of key inputs such as crude based monomers and titanium dioxide eased during October, 2022 period providing much needed relief for paint and coatings producers.

## COMPANY'S OPERATIONS

The last two years were tumultuous. The microbe with deadly intent brought the entire world to a standstill. However, the human species overcame this pestilence and survived. Berger overcame this crisis by a combination of indomitable willpower and management skills and was always on track achieving growth and registering higher profits year on year. Berger continued to re-invent by looking at processes and practices and did what it always excelled in, seeking out new opportunities and innovate new products keeping in mind better customer experiences, optimization of cost, digitization, made possible through an enthusiastic workforce.

With a focus on trust, excellence and innovation, Berger has been able to consistently deliver double-digit growth in profit and revenue. The Company achieved highest revenue growth among paint companies in India which are listed with the Stock Exchanges in 2022-23. To be precise, Berger achieved consolidated sales of ₹10,567.84 Crore during Financial Year 2022-23 and the EBIDTA of ₹1,487.20 Crore (consolidated). Even with many new entrants jostling for market share, Berger has been able to increase its presence in the market both in terms of market share and geographical footprints.

Our enduring success can be attributed to superior-quality products and distinguished leadership with a diverse portfolio of world class products that have acquired widespread recognition coupled with a robust distribution network and a nimble sales force. We have garnered customer loyalty and set new industry benchmarks.

Berger has developed an extensive network of dealers and retailers, having over 60,000 touchpoints across the country. This robust network has experienced remarkable expansion in the past financial year. Our impressive revenue growth of 23% further demonstrates our market strengths, even in the face of challenging circumstances.

Berger's move to venture into various innovative distribution modes contributed significantly to our growth, expanding our distribution network and solidifying our presence in diverse markets. Our sales force plays a pivotal role in driving our growth. With a constant focus on digitization, we equip our sales force, with advanced digital tools and track their performance using intelligent dashboards. Training programs have also been enhanced to encompass managerial skills, empowering the sales force to handle teams effectively.

The Company launched many new products out of which significant ones are as follows:

In luxury emulsion interior category, Berger introduced 'Silk Glamor Matt' and 'Silk Glamor Dazzle'. Berger Silk Glamor Matt is best in class luxury emulsion for smooth matte finish. Berger Silk Glamor Dazzle, a super-hi-sheen paint which is washable and contains low VOC. In the premium interior category, Berger launched **Rangoli Rich Matt** containing best in class smooth matte emulsion with assured two coats hiding. Berger also launched 'LUXOL PU ENAMEL'. Luxol PU Enamel is a superior quality

enamel formulated with special Polyurethane resin to give long-lasting finish with superior coverage. The product's USP is 'Superior gloss', 'Xtra coverage', 'Higher viscosity', 'Xtra hiding' and 'Anti-fungal' in nature. Under accessories, **Berger Masking Film** has been introduced which is a high density non-porous film used to protect surfaces against any paint job or wood-work activities. The product saves time and effort, ensures minimum wastage and can be used for exteriors and interiors.

Berger Home Shield has recently launched two more innovative products based on nano-technology, under its iconic **DAMPSTOP** brand to promote hassle-free water proofing: '**DAMPSTOP Duo**' and '**DAMPSTOP Advanced**'. Both the products are ready to use and painter friendly which can be applied directly by brush.

**DAMPSTOP Duo**, as the name suggests, acts as both a water-proofing barrier as well as primary coat, on which paint can be applied directly. It can be applied on both interior and exterior walls to tackle low to moderate dampness. **DAMPSTOP Duo** gives water proofing protection to a building upto 2 bar water pressure on the negative side. It can be applied on both plastered walls and puttied surface.

**DAMPSTOP Advanced** is a waterproofing barrier coat that can be applied on plastered surfaces, thus saving the customer from going through the masonry hassle of conventional water proofing where one needs to reach the brick surface to apply the water proofing coat. **DAMPSTOP Advanced** consists of nano-additives that block the micro pores to protect wall from damp and efflorescence. It is a one component, brush-applied water proofing emulsion that imports hydrophobicity upto 4 bar water pressure on the negative side to protect interior wall surfaces. WeatherCoat Long Life Flexo campaign is here with Akshay Kumar creating magic in his best funny avatar.

Some other significant products are as follows:

'Berger Silk Glamor', 'Berger Easy Clean', 'Berger WeatherCoat Long Life 10', 'Berger WeatherCoat Long Life Flexo', 'Berger WeatherCoat Anti Dustt', 'Berger WeatherCoat Long Life 15', 'Berger WeatherCoat Anti Dustt Kool' have been performing well. WeatherCoat Long Life 15 prepared using nano-technology plus PU Silicon chemistry having elastomeric film with excellent DPUR, 15 year performance warranty has received excellent initial response from launch markets. Anti Dustt Kool having dust guard plus heat reflective nano-technology helps maintaining the cooling efficacy of the paint film last longer. This product is also expected to do very well under Indian conditions.

'Express painting', a home painting service innovation from Berger launched in 2015 has revolutionized the painting industry with innovative techniques, premium quality and customer-centricity. Consumers prefer express painting for its reliability and convenience and it has become the go-to choice for a hassle free painting experience. With time, traditional painting methods have been streamlined with introduction of advanced tools and equipment that have modified surface preparation, crack filling, sanding and priming procedure. Substantial painting time has been reduced by applying newer techniques which has helped to deliver a flawless and professional finish.

Our long-standing reputation for excellence and differentiated products has played a crucial role in the success of express painting with trained painters offering expert solution using cutting-edge technology, durable, and visually appealing results which have exceeded customer expectations. Understanding the challenges and stress associated with painting while keeping in mind differentiated customer preferences, Express painting has been hugely successful in delivering what has been asked for in an environment friendly hassle-free manner.

We, at Berger have introduced the 'iTrain Program' towards skilling and up-skilling of painters through extensive training programs spread across the length and breadth of the country. These programs are aimed at equipping painters with innovative products and methods of painting thus resulting in learning and improving the quality of life of those trained in these academies. In order to ensure that existing painters as well as aspiring painters in far-flung areas of the country receive training, the model of mobile iTrain vans have been hugely successful. These iTrain vans travel to remote locations and carry out training. These mobile iTrain vans are presently managed by Smile Foundation, a reputed NGO who has entered into a Memorandum of Understanding (MOU) with the Company for carrying out mobile iTrain activity on behalf of the Company thus bringing in more efficiency into the program. While





traditionally painting has been a male-dominated profession, Berger has been committed to empowering women in the industry by providing them training and vocational skills and encouraging them to take up painting as a profession. This has resulted in gradual increase in women participation in the iTrain program and as a result of that, many more women are expressing their interest to take up painting as a profession for their livelihood.

'Berger Prolinks' division provides customised painting solutions for India's urban landmark old and new. The performance during the year was extremely encouraging. The Company continued to secure and simultaneously grow its share in key accounts. With the introduction of new software to track the progress of work in the key accounts backed by specialised key accounts management team, Prolinks business is expected to grow at a much faster pace in the coming years.

'Berger Protecton' has achieved a turnover of more than rupees thousand crore during Financial Year 2022-23 with a 32% value growth over the previous financial year. It is also the business leader in this segment in India. This division of Berger won the award at Rail Analysis Innovation and Excellence Summit 2023. Berger's Protecton initiative in upgrading the painting system for Indian Railways has resulted in over two-fold lengthening of the re-painting cycle of coaches. Besides, the new paint comes with lower VOC hence, together with sizeable savings in re-painting costs for Indian Railways, the environmental impact has been considerably reduced. Protecton has coated more than 5000 Rajdhani coaches in the last two years. Protecton also takes pride for introducing Fluoropolymer coating on the bogies of Vande Bharat trains, as per Japanese Industrial Standard (JIS) Japanese technology, to prevent corrosion and being water resistant. Berger Protecton division has supplied a special epoxy primer for the zinc metalised steel structures that are top coated with FluroPolymer for the 4700 MT of steel used in the new Pamban rail bridge, Rameshwaram. In pipe coatings, Epilux SF DW coating has been used and the company executed various orders with various major companies including refineries, steel plants and airports. Berger supplied polyurea to major customers.

The 'Auto & General industrial' and Powder Coating business achieved a value growth of 20% over the previous financial year. The Automotive business registered a 30% value growth over the previous financial year with more or less all key accounts doing well. The Company is also focused to perform well in the electric vehicle segment. In the general industrial category, Berger alongwith its wholly-owned subsidiary, SBL Specialty Coatings Private Limited holds the leadership position in India and has also performed well during the year under review. With clear cut stress on profitability the business strategy has shifted and is expected to yield good results. With a focus on strategic accounts and business development, fusion-bonded epoxy/re-bar coatings business and stress on bonded metallic powder and heat resistance powder, the business scenario looks better for financial year 2023-2024.

Waterproofing and construction chemicals business has increased many folds. The Company along with its subsidiary STP Limited together achieved a turnover of more than rupees thousand crore during the year with technologically superior products like DAMPSTOP Duo, DAMPSTOP Advanced and Waterproofing putty. The Company has been able to add a lot of value in this space. Scientific waterproofing solutions have been provided across the country through trained applicators.

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. With value for money and safe to use products, the customer experience has been better. Lean formulations, raw material options, process efficiency has ensured that our business remains profitable. With an eye towards the environment, low VOC paint has been manufactured, processes made more energy efficient with low carbon footprint and extended product life cycle. Our R&D makes constant endeavours in order to strengthen new technology platform, use new dispersion technology, leverage emulsion strength and improve industrial resin product development quality. During the year, the Company has filed 1 (one) patent application and plans to accelerate in this area.

Procurement and management of inventory has been revolutionised specially after three waves of the COVID-19 pandemic causing sudden disruptions, lockdowns, intermittent lockdowns, restrictions on movement. It is said that a chain is as strong as its weakest link. With ever increasing sales touching new records every year backed by a production capacity of 1 lakh metric ton per month approximately along with a plethora of new products being introduced regularly, implementation of international supply chain management system at Berger changed the way we plan and conduct our business, with multiple touch points in many verticals encompassing sales, marketing, distribution, production and purchase. With this, Berger has implemented end-to-end automation that too in a brief period of one and a half years. This achievement has been well appreciated both internally and externally.

The extent of digital adoption by the Indian consumers means that digital initiatives are key to success in the present environment. Berger has been a forerunner with a number of digital transformation initiatives during the year under review. Starting from implementation of Managed Detection and Response (MDR) monitoring to implementation of SD-WAN solution to enhance network efficacy, implement payroll and PF solutions, rolling out warehouse management system (WMS) solutions at various factories and depots, our stride towards digital transformation has been rapid which holds the key to our success in this ever-competitive paint industry. During the year, with 100% adoption of our DarwinBox HRMS system, we have been able to digitalize the entire employee lifecycle management (Hiring to Exit) along with all HR processes.

The manufacturing function got a huge boost with the commissioning of the state-of-the-art manufacturing facility at Sandila, Uttar Pradesh. The factory was commissioned in February 2023 in a short period under 24 months from piling stage despite COVID-19 related disturbances, thus adding to the production capacity by 33000 MT per month. The manufacturing function ensures that there is no dearth in supply of finished goods while safety and health of workmen are given utmost importance. Constant reduction in carbon emissions, rooftop solar power plants, bio briquette fired thermic fluid heaters, LED lights, zero-liquid discharge from factories are only a few sustainability initiatives among many others undertaken by the Company in all its manufacturing locations.

**FOCUS AND OUTLOOK FOR 2023-24**

India surpassed UK as the 5th largest economy in the World in 2021 with only United States, China, Japan and Germany being ahead of India in terms of size of the economy. As per the latest International Monetary Fund (IMF) Projections, India is set to move two spots ahead to overtake Germany and Japan in the next 5 years.

Financial markets experienced bouts of volatility in 2022-23, as geo-political tensions intensified, interest rate hikes by the US fed turned aggressive and the global growth outlook deteriorated dampening investor's sentiments. Equity markets in India, however, gained marginally. The Reserve Bank of India adopted a nuanced and nimble footed approach to liquidity management in sync with the change in the stance of monetary policy, i.e., gradual reduction in the size of surplus liquidity in the system while still maintaining adequate liquidity to meet the credit needs of the productive sectors of the economy.

Sales outlook for Paints and coatings industry (FY 2023-24) looks bright with an expected GDP growth of 7% coupled with urbanization, spending on infrastructure and availability of disposable income among the masses.

Berger as a brand, with its differentiated products, strong distribution network, state-of-the-art technology backed by a strong research and development facility and always supported by all enthusiastic workforce is sufficiently equipped to handle competition and take long strides forward in gaining market share entering newer geographies, pushing sales and enriching customer experience through various digitized solutions. Softening of raw material prices are expected to continue which in turn will result in margin growth. Through intricate planning, the Company is confident to overcome the adversities which may come in the way in due course and ensure smooth raw materials supply, planned production, quality checks and timely distribution of its products and services. The committed workforce, ready to walk an extra mile guarantees better customer handling and endeavors to reduce cost at every stage.

With an aim to keep our homes clean and free from infection, regular painting has now turned into a habit for many. The demand for protective coatings, water proofing, insulated floor coatings etc. are rising by every passing day. The demand for general industrial, automotive and powder coatings have gained pace and it is expected that the Company would cater to an even large demography of consumers with its differentiated products and enhanced customer experience.

**PROJECTS**

During the year under review, the Company's state-of-the-art fully automated, manufacturing facility at Sandila, Uttar Pradesh commenced its commercial production on 6th February, 2023. The Sandila Plant is the largest manufacturing facility of the Company in India with capability to produce 33,000 MT per month, bulk of which is water-based paint. The facility also produces resins, emulsions, colorants, stainers, construction chemicals and putty. The Company has made an investment of more than ₹1000 Crore for setting up the Sandila Manufacturing facility which is expected to cater to the rising demand for the Company's products and bring down its cost of production.



The Company also commissioned new rooftop solar power plants at Sandila, Puducherry and Jammu factories. Augmentation of rooftop solar power plant capacities were taken up at Puducherry Plant. All the solar plants commissioned till date have overshoot the savings estimated initially.

During the year under review, the Company completed brown field expansions at its Rishra and Goa Plants. The Company continued its effort towards reduction of Carbon footprints during the year under review and the incremental savings from electrical energy and revenue cost in FY 2022-23 over and above FY 2021-22 stood at ₹6.5 Crore approximately.

### OPPORTUNITIES AND THREATS

The Paint and coatings industry is an essential and dynamic part of our nation's economy and plays a key role in creating products that help preserve and protect everything from everyday objects to our most important infrastructure. Aside from providing aesthetic appeal, paints and coatings act as a protective barrier to an extent the useful life of the surfaces and substrates to which they are applied.

Globally over the next few years, housing and construction activities are expected to gradually expand. Urbanisation holds the key for more demand in paint and coatings with real estate and construction activities witnessing a revival post pandemic and are expected to perform well in the coming year as both demand for and supply of housing remaining buoyant. In India, the domestic economic activity does face an uninspiring global outlook going forward, but resilient domestic macro-economic and financial conditions with dividends from past reforms and new growth opportunities from global geo-economic shifts place India at an advantageous position.

India has emerged stronger and more resilient from the pandemic, partly due to the wave of digital transformation. Initiatives undertaken at various levels with proper planning and execution coupled with technological support ensures that we are on a growth trajectory.

The threat caused due to COVID-19 pandemic and its mutant strains are still fresh in our memories and the continuing conflict in Eastern Europe between Russia and Ukraine adds to the anxiety and uncertainty. Though, with the paint and coatings industry doing well, it is expected that competition will be stiffer, with new entrants knocking at the door, Berger is well equipped to handle the same. The dearth of skilled labour force is one of the biggest threats being faced by the paint and coatings industry on account of skill deficit wherein the skill gap is even more apparent. There is a massive mismatch between the client's demands and the services provided by the largely unskilled painters, till date.

With employees at the core of business, ably supported by the government policies and continued stress on sustainability initiatives, the paint industry as a whole is expected to surge ahead inspite of challenges.

### RISKS AND CONCERNS

The Company has the 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 complexities of the business and the regulatory requirement from time to time. The risk management and materiality policy can be viewed at the following: <https://www.bergerpaints.com/about-us/risk-management-policy.html>.

The last five years has seen many uncertainties and challenges with the war in Europe still continuing and the people of the world at large still coming to terms with the disruptions caused due to the COVID-19 pandemic and the uncertainties that it brought to life and livelihood throughout the world. With the rise in inflation during the first half of FY 2022-23, rising raw material prices, pressure on supplies, intricate planning had to be made and executed so that the business progress remains unaffected.

Beyond the uncertainties, fortunately with innovative products, enthusiastic workforce, strong market presence and constant focus on profitability with young aspirational population at large, increase in consumption of paint is likely to happen. With the focus of

the Company to cater to the needs of various strata of population striving to give them a better customer experience, the Company is confident to grow and achieve higher numbers inspite of new entrants knocking at the door.

The short-term and long-term goals and strategies needs to be reviewed regularly in order to be ready and adaptable to the change.

### 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. The 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 2022-23	FY 2021-2022	FY 2022-23	FY 2021-2022
Debtors' Turnover	10.49	9.25	9.20	8.45
Inventory Turnover	2.99	2.82	3.07	2.91
Interest Coverage Ratio*	13.31	23.07	12.33	21.89
Current Ratio	1.34	1.40	1.40	1.42
Debt Equity Ratio	0.25	0.22	0.26	0.26
Operating Profit Margin %	11.74	12.72	11.45	12.65
Net Profit Margin %	8.75	9.69	8.14	9.51
Return on Net Worth (RONW)**	20.56	21.30	20.40	22.81

**Note:** \* There was a 42.31% change in Company's Standalone Interest Coverage Ratio as well as 43.67% change in Company's Consolidated Interest Coverage Ratio on account of increase in interest expense.

\*\* There was a 3.47% change in Company's Standalone Return on Net Worth as well as 10.57% change in Company's Consolidated Return on Net Worth on account of increase in average total equity.



## 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 98,877 options on 17th October, 2022 to 260 eligible employees including the following Key Managerial Personnel:-

Name	No. of options granted
1. Mr Abhijit Roy	1,440
2. Mr Vikash Sarda *	739
3. Mr Kaushik Ghosh **	553

\* Mr Vikash Sarda was appointed as the Vice President & CFO w.e.f. 01.10.2022. He resigned as the Vice President & CFO of the Company w.e.f. close of business hours on 04.01.2023.

\*\* Mr Kaushik Ghosh was appointed as the Vice President & CFO w.e.f. 12.01.2023.

The Compensation and Nomination and Remuneration Committee has also allotted during the year 98,996 equity shares of ₹1 each (face value) to eligible employees (including Key Managerial Personnel) upon exercise of their options earlier granted to them. The allotments of the aforesaid shares were made on 4th April, 2022 (25,760 equity shares), on 2nd January, 2023 (50,187 equity shares) and on 8th March, 2023 (23,049 equity shares), respectively.

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 Company believes that Culture and Employee Experience are the only differentiators in today's competitive environment. Endeavour is on to create a workplace where everyone feels valued, supported, and empowered to do their best. The Company focuses on growing talent from within and most of our business leaders are home grown who have played a pivotal role in the success of the organization. Strong emphasis is put on diversity and inclusion and accordingly our focus on women hires have increased.

During the year, with 100% adoption of our DarwinBox HRMS system, we have been able to digitalize the entire Employee lifecycle management (Hiring to Exit) along with all HR processes.

As reported last year, the flagship development programmes for the Mid and Senior level Leadership "Top Gun" and "Dronacharya" co-crafted with institutes of global repute are in full swing.

The Company believes in participative engagement across the entire hierarchy of the Organization. With a view to improve the productive participation of employees on the shop floor, a series of innovative programs were rolled out across all our manufacturing locations.

The overall Industrial Relations climate continued to remain harmonious and peaceful during the year. The number of employees as on 31st March, 2023 was 4,088 (31st March, 2022 – 3,931). The Industrial Relations were generally satisfactory during the financial year.

## 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, the Company has transferred 1,42,311 equity shares on the due dates to the IEPF.

## PREVENTION OF SEXUAL HARASSMENT

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 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. During 2022, initiatives were taken to demonstrate the Company's zero tolerance philosophy against discrimination and sexual harassment, which included easy to understand training and communication material which was made easily accessible. The Company also conducted online training for the employees to cover various aspects in this matter.

Currently, the ICC comprises the following members:-

1. Ms Rishma Kaur (Presiding Officer)
2. Mr Kaushik Ghosh
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 ("BJN-Nepal") in Nepal 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 UKRAINA 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 ₹33.56 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 ₹357.63 Crore. During the year under review, BSN-Nepal showed good performance with a revenue from operations of ₹250.84 Crore.

SBL Specialty Coatings Private Limited (earlier known as Saboo Coatings Private Limited) continued to perform well with a revenue from operations of ₹166.35 Crore during the year.

The revenue from operations of Berger Paints Overseas Limited ("BPOL") was ₹15.79 Crore.

Berger Rock Paints Private Limited (“Berger Rock”) recorded revenue from operations of ₹23.75 Crore during the year ended 31st March, 2023.

Berger Hesse Wood Coatings Private Limited (“BHWCP”) (earlier known as Saboo Hesse Wood Coatings Private Limited) recorded revenue from operations of ₹20.67 Crore during the year ended 31st March, 2023.

STP Limited recorded revenue from operation of ₹323.65 Crore during the year ended 31st March, 2023.

Berger Becker Coatings Private Limited, the Company's joint venture with Becker Industriefarg, Sweden, showed good performance with revenue from operations of ₹288.17 Crore.

Berger Nippon Paint Automotive Coatings Private Limited (“BNPA”), the Company's joint venture with Issac Newton Corporation, posted revenue from operations of ₹281.14 Crore.

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 2022-23.

## 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 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 26th May, 2022 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, 2023 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 and as amended vide NSE circular dated 16th March, 2023 and 10th April, 2023 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

The draft Annual Return (e-form MGT-7) for the financial year ended 31st March, 2023 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 99th 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 available on the website of the Company.

**BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT**

SEBI had made it mandatory to publish a Business Responsibility and Sustainability Report (BRSR) by the top 1000 listed companies based on market capitalization replacing Business Responsibility Report (BRR) in their Annual Report in terms of Regulation 34(2)(f) of the Listing Regulations with the Stock Exchanges w.e.f. FY 2022-23. The Company accordingly complied with the requirement and had framed a Business Responsibility and Sustainability Policy in line with the BRR Policy and 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 existing BRR Policy was accordingly modified and approved and adopted by the Board of Directors of the Company (and can be viewed at <https://www.bergerpaints.com/about-us/business-responsibility-and-sustainability-policy.html>). Mr Abhijit Roy, Managing Director and CEO is the Director responsible for implementing the BRSR Policy and Mr Arunito Ganguly, Vice President and Company Secretary is the BRSR Head. As required, the BRSR for FY 2022-23 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, 2023 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, 2023.

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 AND 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, 2023 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 ₹97,15,13,965 divided into 97,15,13,965 equity shares of ₹1/- each and the subscribed and paid-up capital is ₹97,14,22,485 divided into 97,14,22,485 equity shares of ₹1/- each fully paid-up.

**CREDIT RATING**

Credit ratings obtained by the Company during the relevant financial year, for facilities specified in the table below are as follows:-

Name of Entity	Instrument	Rating
CRISIL	Fund Based facilities from Banks	CRISIL AAA /Stable
CRISIL	Non Fund Based facilities from Banks	CRISIL A1+
CRISIL	Commercial Paper	CRISIL A1+
CARE	Commercial Paper	CARE A1+

There was no revision in rating during the year.

**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 7,8,13 and 46 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 a "Policy on Related Party Transactions" in terms of Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and Section 188 of the Companies Act, 2013 since 26th September, 2014. However, in light of the various impactful changes pursuant to several amendments in the Listing Regulations and most of which had been made effective from 01.04.2022, it was necessary to amend the existing policy to align it with the changes as introduced by SEBI recently. The new policy is available at the following weblink: <https://www.bergerpaints.com/about-us/rpt-policy.html>. The Company has also developed a Related Party Transactions ('RPTs') Manual and Standard Operating Procedures to identify and monitor RPTs.

All transactions with related parties are placed before the Audit Committee for approval and Board, as applicable. Prior omnibus approval of the Audit Committee is obtained for all the RPTs, which are foreseeable and repetitive and/or entered in the ordinary course of business and are at an arm's length basis.



All related party transactions entered during the year were in ordinary course of the business and at an arm's length basis. No material related party transactions, i.e. transaction with a related party exceeding Rupees one thousand crore or 10% of the annual consolidated turnover, as per the last audited Financial Statements of your Company, whichever is lower, were entered during the year by your Company. Accordingly, the disclosure of related party transactions as required under Section 134(3)(h) of the Companies Act, 2013, 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 2022-23, 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, 2023 and the date of this Report.

#### DIVIDEND

The total comprehensive income of the Company is ₹827.84 Crore for the year 2022-23.

Your Directors have recommended a dividend of ₹3.20 (320%) per equity share of ₹1/- each for the financial year ended 31st March, 2023. Dividend is subject to approval of the shareholders at the ensuing Annual General Meeting. The dividend, if approved, will absorb an amount of ₹310.86 Crore (compared to ₹301.11 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 11th August, 2023 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 4th August, 2023.

The Company has not transferred any amount to the General Reserve during the financial year ended 31st March, 2023.

In accordance with Regulation 43A of the Listing Regulations, the Company has formulated a Dividend Distribution Policy. The Dividend Distribution Policy (though optional) 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 ₹37,50,785 for 2014-15 (Final) and ₹36,66,001 for 2015-16 (Interim) 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.

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, 2014.

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 ₹4.42 Crore and ₹1313.02 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 an Online Performance Evaluation process for the Board/Committees of the Board/Individual Directors including the Chairman of the Board of Directors for the financial year ended 31st March, 2023. 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 Online 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 2nd February, 2023 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 2nd February, 2023.

After completion of online evaluation process, the Board of Directors at its Meeting held on 2nd February, 2023, 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 2022-23.

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 11 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 6 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 20th and 21st April, 2022, 26th May, 2022, 04th August, 2022, 26th September, 2022, 10th November, 2022, 12th January, 2023 and 2nd February, 2023. Also, the Board of Directors have passed 13 (thirteen) Resolutions by Circulation. Details of Board composition and Board Meetings held during the financial year 2022-2023 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:

<b>Sr. No.</b>	<b>Name of Director</b>	<b>Designation &amp; Category</b>	<b>Reason and date of appointment/reappointment/retirement/resignation</b>
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 retired by rotation and was re-appointed pursuant to Section 152(6) of the Act at the 98th Annual General Meeting held on 26th August, 2022. 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] and with the approval of the Members, Mr Kuldip Singh Dhingra has been appointed as a Non-executive, Non- Independent Director of the Company liable to retire by rotation after attaining the age of 75 (seventy-five) years on 2nd September, 2022.
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 98th Annual General Meeting held on 26th August, 2022.
3.	Mr Naresh Gujral (DIN:00028444)	Non-Executive (Independent Director)	Mr Naresh Gujral was appointed as a Non-Executive, Independent Director of the Company on 3rd August, 2015 for a period of five consecutive years from 20th August, 2014 to 19th August, 2019. Mr Gujral was re-appointed as an Independent Director for second term of five years with effect from 20th August, 2019 to 19th August, 2024 at the Annual General Meeting of the Company held on 5th August, 2019. His second term as an Independent Director is due to expire on 19th August, 2024. Mr Gujral attained the age of 75 (seventy-five) years on 19th May, 2023 and the continuation of his directorship was subject to approval by the Members by way of a Special Resolution and hence, the approval of the Members was sought for the continuation of his directorship on the Board of the Company even after attaining the age of 75 (seventy-five) years.



Details of Directors seeking appointment/reappointment at the ensuing 99th 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. Since, Mr Dhingra has attained the age of 75 (seventy-five) years and will retire by rotation at the ensuing Annual General Meeting before getting re-appointed as a Director of the Company, therefore, a Special Resolution under Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 has been proposed in the Notice of the ensuing Annual General Meeting.
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.	Mrs Sonu Halan Bhasin (DIN: 02872234)	Non-Executive (Independent Director)	Mrs Sonu Halan Bhasin, Non-Executive – Independent Director of the Company was appointed as an Independent Director of the Company for 5 consecutive years with effect from 1st February, 2019 to 31st January, 2024 at the Annual General Meeting held on 5th August, 2019 pursuant to Section 149(10), 150 and 152 read with Schedule IV of the Act and Regulations 16 and 25(2A) of the Listing Regulations.  Pursuant to the recommendation of Compensation and Nomination and Remuneration Committee, the Board of Directors of the Company have proposed the re-appointment of Mrs Bhasin for a second term of five consecutive years from 1st February, 2024 to 31st January, 2029, subject to the approval of the Members at the forthcoming Annual General Meeting.

Sr. No.	Name of Director	Designation & Category	Reason and date of appointment/reappointment/retirement/resignation
4.	Mr Anoop Hoon (DIN: 00686289)	Non-Executive (Independent Director)	Mr Anoop Hoon, Non-Executive – Independent Director of the Company was appointed as an Independent Director of the Company for 5 consecutive years with effect from 1st February, 2019 to 31st January, 2024 at the Meeting held on 5th August, 2019 pursuant to Section 149(10), 150 and 152 read with Schedule IV of the Act and Regulations 16 and 25(2A) of the Listing Regulations.  Pursuant to the recommendation of Compensation and Nomination and Remuneration Committee, the Board of Directors of the Company have proposed the re-appointment of Mr Hoon for a second term of five consecutive years from 1st February, 2024 to 31st January, 2029, subject to the approval of the Members of the Company by way of a Special Resolution at the forthcoming Annual General Meeting.
5.	Mr Gopal Krishna Pillai (DIN: 02340756)	Non-Executive (Independent Director)	Based on the recommendation of the Compensation and Nomination and Remuneration Committee, the Board of Directors of the Company at its meeting held on 15th May, 2023 approved the appointment of Mr Gopal Krishna Pillai (DIN: 02340756) as an Additional Director of the Company with effect from 15th May, 2023 to hold office as a Non-Executive, Independent Director of the Company for a term of 5 (five) consecutive years, subject to approval of the Members of the Company by way of a Special Resolution at the ensuing AGM.  Since Mr Pillai will attain the age of 75 (seventy-five) years on 30th November, 2023 therefore a Special Resolution for continuation of his directorship even after attaining the age of 75 (seventy-five) years under Regulations 17(1A) and 25(2A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 has been proposed in the Notice of the ensuing Annual General Meeting.

#### KEY MANAGERIAL PERSONNEL (KMP)

Mr Abhijit Roy (DIN: 03439064) is the Managing Director & CEO and a KMP of the Company. Mr Srijit Dasgupta ceased to be the Director-Finance & CFO & KMP w.e.f. close of business hours on 30.09.2022. Thereafter, Mr Vikash Sarda was appointed as the Vice President & CFO & KMP w.e.f. 01.10.2022. He resigned as the Vice President & CFO & KMP of the Company w.e.f. close of business hours on 04.01.2023. Further, Mr Kaushik Ghosh was appointed as the Vice President & CFO & KMP w.e.f. 12.01.2023. Messers Abhijit Roy, Kaushik Ghosh and Arunito Ganguly (Vice President & Company Secretary) are the KMPs of the Company.





## STATEMENT OF DECLARATION BY INDEPENDENT DIRECTORS

The following are the Independent Directors of your Company:-

- 1) Mrs Sonu Halan Bhasin
- 2) Mr Naresh Gujral
- 3) Mr Pulak Chandan Prasad
- 4) Mr Anoop Hoon
- 5) Dr Anoop Kumar Mittal
- 6) Mr Gopal Krishna Pillai (w.e.f. 15.05.2023)

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, 2023.

## 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)(iiiia) 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 have 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 Policy 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 on 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 ₹19.28 Crore during the financial year 2022-2023 as against its 2% obligation amounting to ₹19.10 Crore, thereby exceeding its entire CSR obligation. The required details as specified in Companies CSR Policy Rules, 2014 are given in **Annexure III**.

The CSR Policy as recommended by the CSR Committee and as approved by the Board is available on the website of the Company and can be accessed 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**).

The Company's CSR activities majorly comprises iTrain programme aimed at skilling/upskilling painters. The programme is carried out from fixed iTrain centres spread across the country and mobile iTrain centres which visit far-flung areas for imparting this skill development exercise. The Company had earlier entered into a Memorandum of Understanding with Smile Foundation, a reputed NGO for carrying out the mobile iTrain activities on behalf of the Company.

### 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' Committees 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



Name of Directors	Non-Executive	Executive	Independent	Lady
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
Mr Gopal Krishna Pillai (w.e.f. 15.05.2023)	Y	N	Y	N

**F. ENVIRONMENTAL, SOCIAL AND GOVERNANCE (ESG) COMMITTEE**

The composition of the committee has not been mandated under any law though going by the expectations of the investors, the Committee was formed on 20th October, 2022. The constitution of the same has been given in the Report on Corporate Governance – **Annexure IX**.

**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	18,00,000	2.31:1	0.00
Mr Gurbachan Singh Dhingra	10,00,000	1.28:1	0.00
Mr Abhijit Roy	7,17,74,190 #	92.21:1	24.04
Mr Kanwardip Singh Dhingra	65,15,861	8.37:1	16.12
Ms Rishma Kaur	64,83,067	8.33:1	14.44

# Remuneration does not include value of ESOPs granted.

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	7,20,000	0.93:1	0.00
Mr Anoop Hoon	7,20,000	0.93:1	0.00
Mrs Sonu Halan Bhasin	7,20,000	0.93:1	0.00
Dr Anoop Kumar Mittal	7,20,000	0.93:1	0.00
Mr Srijit Dasgupta*	1,13,88,840 #	14.63:1	(39.18)*
Mr Vikash Sarda**	25,57,744 #	3.29:1	0.00
Mr Kaushik Ghosh***	15,80,972 #	2.03:1	0.00
Mr Arunito Ganguly	57,97,800	7.45:1	8.96
Mr Gopal Krishna Pillai (w.e.f. 15.05.2023)	-	-	-

Note:- \* Mr Srijit Dasgupta ceased to be the Director-Finance & CFO of the Company w.e.f. close of business hours on 30.09.2022.

\*\* Mr Vikash Sarda was appointed as the Vice President & CFO w.e.f. 01.10.2022. He resigned as the Vice President & CFO of the Company w.e.f. close of business hours on 04.01.2023.

\*\*\* Mr Kaushik Ghosh was appointed as the Vice President & CFO w.e.f. 12.01.2023.

# Remuneration does not include value of ESOPs granted.

Note:- The median employee remuneration for 2022-23 is: ₹7,78,365 p.a. (including variable pay)

- 2) Percentage (%) increase in remuneration during the financial year 2022-23: Please see (1) above.
- 3) Percentage (%) increase in the median remuneration of employees during the financial year 2022-23: 10.6%
- 4) Number of permanent employees on the rolls of the Company as on 31st March, 2023: 4,088
- 5) 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 14.9% as compared to an average percentile increase of 22.6% of managerial remuneration. The increase of managerial remuneration is based on growth criteria.



- 6) 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 2022-23 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 the Corporate Governance Report as contained in the Annual Report.

#### COST AUDITORS

The Board of Directors at its Meeting held on 26th May, 2022 had re-appointed M/s N. Radhakrishnan & Co., Cost Accountants (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 for the financial year 2022-23. M/s Shome & Banerjee, Cost Accountants (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 Sikandrabad and Hindupur for the financial year 2022-23.

The cost audit reports for the financial year 2021-22 were filed on 21st October, 2022 on receipt of advice from the Ministry of Company Affairs.

#### STATUTORY AUDITOR

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 2023-24.

#### 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: New Delhi

Dated: 15th May, 2023



## Annexure I

### 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 AND SWEAT EQUITY) REGULATIONS, 2021 AS ON 31ST MARCH, 2023:**

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

All the relevant details of the Company's Employee Stock Option Plan are provided below and are also available on the website of the Company at <https://www.bergerpaints.com/investors/esop-disclosure.html>.

**A) Relevant disclosures in terms of Accounting Standards prescribed by the Central Government and Section 133 of the Companies Act, 2013 including the 'Guidance note on accounting for employee share-based payments' issued in that regard from time to time:**

Refer Note No.44 forming part of the Standalone Financial Statements and Note No.47 of the Consolidated Financial Statements for the financial year 2022-23. Please note that the said disclosure is provided in accordance with Indian Accounting Standard (Ind AS) 102- Share Based Payment.

**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 issued by the Central Government or any other relevant Accounting Standards as issued from time to time:**

Refer Note No.41 forming part of the Standalone Financial Statements and Note No.43 of the Consolidated Financial Statements for the financial year 2022-23. Please note that the said disclosure is provided in accordance with Indian Accounting Standard (Ind AS) 33- Earnings per Share.

**C) Details related to ESOP/ESOS:**

- i) Description of each ESOP/ESOS that existed at any time during the year, including the general terms and conditions of each ESOP/ESOS, 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	3 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 ESOS/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 III	Grant IV	Grant V	Grant VI
No. of options outstanding at the beginning of the period	28,843	50,233	73,576	-
No. of options granted during the year	-	-	-	98,877
No. of options forfeited/lapsed during the year	1,567	4,163	6,224	4,892
No. of options vested during the year	27,276	23,049	22,994 <sup>^</sup>	-
No. of options exercised during the year	27,276	23,049	22,911*	-
No. of shares arising as a result of exercise of options	27,276	23,049	22,911	-
Money realised by exercise of options (INR), if scheme is implemented directly by the Company	27,276	23,049	22,911	-
Loan repaid by the Trust during the year from exercise	N.A	N.A	N.A	N.A
No. of options outstanding at the end of the year	-	23,021	44,357 <sup>^</sup>	93,985
No. of options exercisable at the end of the year	-	-	83	-
No. of options pending allotment at the end of the year	-	-	-	-

v) a) Weighted average exercise prices	₹1	₹1	₹1	₹1
b) Weighted average fair values	₹579.31	₹576.43	₹574.75	₹572.61

<sup>^</sup> Includes 83 options of Tranche I of Grant V, pending to be exercised and allotted.

\* Excludes 83 options of Tranche I of Grant V, pending to be exercised and allotted.



vi) Employee wise details of options granted to:-

### ANNEXURE III

#### **REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES FOR THE FINANCIAL YEAR 2022-23**

a) Senior managerial personnel- during the financial year 2022-23 following Options were granted to Senior Management Personnel.

Name	Designation	No. of options granted in F.Y. 2022-23	Exercise price per option (₹)
Mr Abhijit Roy	Managing Director & CEO	1,440	1
Mr Kaushik Ghosh **	Vice President & CFO	553	1

\*\* Mr Vikash Sarada, appointed as CFO of the Company w.e.f. 1st October, 2022, consequent upon retirement of Mr Srijit Dasgupta as Director Finance and CFO w.e.f. closing business hours of 30th September, 2022 was granted 739 options. Mr Sarada resigned as CFO w.e.f. 4th January, 2023.

Mr Kaushik Ghosh was appointed as VP & CFO of the Company w.e.f. 12th January, 2023.

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	2022-2023
i.	Weighted average risk-free interest rate	7.32%
ii.	Weighted average expected life of options	2.64 years
iii.	Weighted average expected volatility	18.85%
iv.	Weighted average expected dividends over the life of the option	₹8.18 per option
v.	Weighted average share price	₹581.70
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 feature of the option grant were incorporated into the measurement of fair value, such as market condition: None.

#### 1. **Brief outline of CSR Policy:**

The CSR vision of Berger Paints India Limited ("the Company") recognises that an enterprise and the society in which it operates are mutually dependent on each other and the growth of the industry is proportionate to the equitable development of the country, its environment and its people, irrespective of religion, race, caste, creed and gender. The 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, the Company devotes resources, in the manner recommended by its CSR Committee and approved by its Board of Directors 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.

iTrain plays a crucial role in training of new and unskilled painters and upgrading skills of existing painters, and elevating painting from a casual trade to a profession which is coveted and aspirational. The Company also launched Mobile iTrains which actively take part in imparting training skills at remote locations.

The focus is on teaching various application techniques, correct usage and introduction to a new generation of paints for walls, wood, metal and waterproofing methods. There is a special emphasis on use of mechanized equipment and special tools that make the process more efficient, quicker and cleaner. iTrain aims at creating a new generation of certified painters and opening doors to sustainable employment avenues.

The Company's CSR Policy can be viewed at the 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 Kuldeep 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 Kaushik Ghosh, Anil Bhalla and Arunito Ganguly are also members of the CSR Committee, and except Mr Anil Bhalla, all have attended 1 (one) CSR Committee meeting which was held during the current financial year. Please also refer to details in the Corporate Governance Report.

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>.**



**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)**

The Executive Summary of Impact Assessment of the Company's iTrain project carried out by Social Lens Consulting Private Limited in pursuance of sub-rule (3) of Rule 8 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 is provided below. Full Impact Assessment Report can be accessed at <https://www.bergerpaints.com/investors/csr-projects.html>.

**Executive Summary:-**

The majority of workers in India are employed in the unorganised sector. The paints and coatings industry is no exception, with a large proportion of painters in the nation receiving no professional training in their art. Painting is either passed down from generation to generation or learned on the job by painters from their supervisors or contractors. As a result, painters must be trained in both the basic technical elements of painting as well as entrepreneurial abilities. Berger's iTrain program seeks to enhance their standard of living by empowering painters with advanced skills enabling them to seek more opportunities.

As part of the iTrain program, Berger Paints establishes fixed and mobile training centres across the country. Theoretical and practical sessions are conducted on a variety of topics ranging from the fundamentals of painting and coats to the various types and methods of using tools and accessories to communication and client management skills, among others. Berger Paints also seeks to build market linkages among painters as part of the iTrain program so that they may seek new business on their own.

This assessment aims to analyse the impact of the program on the lives of the painters through the level of skills they have been able to adopt at work as a result of the training sessions attended under the iTrain program. To understand the program's impact, a sample of painters, trainers, and program team members from Berger Paints across seven locations spanning six fixed centres and three mobile centres were surveyed.

It was observed that painters not only put their training session learnings into practice, but also admit that their general working productivity has increased. Majority of painters surveyed indicated that iTrain program sessions resulted in increased customer involvement and satisfaction. Almost all painters reported an increase in clients and revenue as a direct result of obtaining training. They also indicated that the training assisted them in sharpening their abilities and learning about new equipment and techniques.

The study shows that the program has been able to largely succeed in enhancing the skills of contractors and semi-skilled painters to enable them to increase their clientele. However, more efforts and strategies would need to be employed to increase the ratio of semi-skilled sub-painters and unskilled painters to achieve one of the key program objectives. The study's findings may serve as a first step towards expanding the program's reach to young painters and women in the future and achieving the program's goal of making painting an aspirational career option rather than just another employment option.

- 5. (a) **Average net profit of the company as per sub- section 5 of section 135:** ₹954.98 Crore
- (b) **Two percent of average net profit of the company as per sub- section 5 of section 135:** ₹19.10 Crore
- (c) **Surplus arising out of the CSR projects or programmes or activities of the previous financial years:** Nil
- (d) **Amount required to be set off for the financial year, if any-** Nil
- (e) **Total CSR obligation for the financial year [(b) + (c) – (d)]:** ₹19.10 Crore

- 6. (a) **Amount spent on CSR Projects (both Ongoing Project and other than Ongoing Project) –** ₹18.35 Crore
- (b) **Amount spent in Administrative Overheads –** ₹0.89 Crore
- (c) **Amount spent on Impact Assessment, if applicable –** ₹0.04 Crore [inclusive of taxes]
- (d) **Total amount spent for the Financial Year [(a) + (b) + (c)] -** ₹19.28 Crore
- (e) **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 sub-section (5) of section 135		
	Amount	Date of transfer	Name of the Fund	Amount	Date of Transfer
19.28 Crore	----- Not Applicable-----				

(f) Excess amount for set-off, if any:

Sl. No.	Particular	Amount (in ₹)
(1)	(2)	(3)
(i)	Two percent of average net profit of the company as per sub-section (5) of section 135	19.10 Crore
(ii)	Total amount spent for the Financial Year	19.28 Crore
(iii)	Excess amount spent for the Financial Year [(ii) – (i)]	0.18 Crore
(iv)	Surplus arising out the CSR projects or programmes or activities of the previous Financial Years, if any	Nil
(v)	Amount available for set off in succeeding Financial Years [(iii)-(iv)]	0.18* Crore

\* The Company will decide whether to carry forward excess amount spent during the financial year 2022-23.

**7. Details of Unspent Corporate Social Responsibility amount for the preceding three Financial Years :**

Sl. No.	Preceding Financial Year(s)	Amount transferred to Unspent CSR Account under sub-section (6) of section 135 of the Act (in ₹)	Balance Amount in Unspent CSR Account under sub- section (6) of section 135 of the Act (in ₹)	Amount Spent in the Financial Year (in ₹)	Amount transferred to a Fund as specified under Schedule VII as per second proviso to subsection (5) of section 135 of the Act, if any		Amount remaining to be spent in succeeding Financial Years (in ₹)	Deficiency, if any transfer
					Amount (in ₹)	Date of transfer		
----- Not Applicable-----								

**8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year:**

Yes  No

If Yes, enter the number of Capital Assets created / acquired



Furnish the details relating to such asset(s) so created or acquired through Corporate Social Responsibility amount spent in the Financial Year

Sl. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property or asset(s)	Date of creation	Amount of CSR Amount Spent (in ₹)	Details of Company/ Authority/beneficiary of the registered owner		
					CSR Registration Number, if applicable	Name	Registered address
a)	Vehicle : TATA 407 LPT Plot No. 1 & 2 Balaji House, Near Gayatri Ganga Nagar, Makaipool Road, Adajan Patiya, Surat	395009	18/05/2022	0.14 Crore	CSR00001634	Smile Foundation	V-11, Level-1, Green Park Extension, New Delhi -110016

9 Specify the reason(s), if the company has failed to spend two percent of the average net profit as per section 135(5):  
Not Applicable.

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

**Abhijit Roy**  
Managing Director & CEO  
(DIN: 03439064)

Place: New Delhi  
Dated: 15th May, 2023

**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 2022-2023**

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	7,17,74,190	Permanent	B.E. (JU), MBA (IIM, Bangalore)	32	17.04.1996	57	L'OREAL India Limited – Area Sales Manager
2.	Mr Tapan Kumar Dhar	Senior Vice President (R&D)	1,34,42,764	Permanent	M.Tech., IIT Kharagpur	33	02.04.2013	59	Asian Paints Limited – Chief Manager-Technology
3.	Mr Kilambi Krishna Sai	Senior Vice President – Sales & Marketing	1,30,09,492	Permanent	B. Tech, MBA	33	06.06.1990	56	–
4.	Mr Sujyoti Mukherjee	Vice President – Finance & Accounts	1,02,44,416	Permanent	A.C.A., A.I.C.W.A.	33	05.12.1994	59	Indian Oil Corporation Limited (formerly IBP Co. Ltd.) – Asst. Manager – Finance & Accounts
5.	Mr Bhaskar Dasgupta	Senior General Manager & NSM – New Business	94,60,288	Permanent	BE ( CIVIL), MBA (Marketing)	20	04.06.2003	46	–
6.	Mr Shirrang M. Pangarkar	Group Head –Materials	93,39,428	Permanent	B.E. (Production) and MMS (Mumbai University)	27	02.08.2019	54	Pidilite Industries Limited – Head of Procurement
7.	Mr Vikash Sarda*	Vice President & CFO	91,70,164	Permanent	B.Com (Hons.), ACA	20	06.11.2020	44	West African Soy Industries Limited- Finance Director
8.	Mr Piyush Rawat	General Manager – Retail	86,93,320	Permanent	B.Sc.( Dairy Tech ), Sukhadia University, MBA ( Marketing ), Ajmer University	34	14.09.2010	59	Kamdhenu Ispat Limited – Vice President (Sales and Marketing)
9.	Mr Abhimanyu Chatterjee	General Manager – Retail Sales	83,67,696	Permanent	B.Com	35	18.02.2002	57	Jenson & Nicholson – Branch Manager
10.	Mr Sanjay Chowdhury	Vice President & Business Head - Protecton	79,89,952	Permanent	M.E. (Polymer Technology), MBA (IISWBM), EPGDIB (IIFT, Delhi)	28	28.09.2017	57	Shalimar Paints – Vice President

\*Mr Vikash Sarda was appointed as the Vice President & CFO of the Company w.e.f. 01.10.2022 and resigned as the Vice President & CFO of the Company w.e.f. close of business hours on 04.01.2023.

B. Employed for a part of the year and in receipt of remuneration aggregating ₹8,50,000/- or more per month:-

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 Srijit Dasgupta*	Director – Finance & CFO	1,13,88,840	Permanent	B.Sc. (Hons.), ACMA, CS (Passed Final Exam)	38	01.09.1988	61	Machinery Manufacturers Corporation Limited – Officer Finance

\* Mr Srijit Dasgupta ceased to be the Director Finance and CFO w.e.f. the close of business hours on 30.09.2022.

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.
- Does not include value of ESOPs.





## ANNEXURE V

### SECRETARIAL AUDIT REPORT

#### FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2023

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule 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) Regulations, 2015]

**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** (CIN: L51434WB1923PLC004793) (herein after to be referred as the “**Company**”) for the financial year ended 31st March, 2023 (herein after to be referred as “**audit period**”). 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, 2023 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, returns filed and other records maintained by the Company for and during the financial year ended on 31st March, 2023 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 (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
    - f) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 - 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, 2021 - Not Applicable during the audit period.
    - i) The Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018 - Not Applicable during the audit period.

And to the best of our knowledge, belief and understanding, we are of the view that the Company has complied with the provisions of the above mentioned Acts, Regulations and Rules made thereunder, during the aforesaid audit period.

- (II) We have also examined the secretarial compliance on test check basis of the records maintained by the Company for the audit period, 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

And to the best of our knowledge, belief and understanding, we are of the view that the Company has complied with the specific laws mentioned above, during the aforesaid audit period.

- (III) We have also examined the Structured Digital Database pursuant to Regulation 3(5) and 3(6) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulation, 2015 maintained by the Company for the financial year ended on 31st March, 2023 and to the best of our knowledge, belief and understanding, we are of the view that the Company has complied with the provisions pursuant to Regulation 3(5) and 3(6) of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulation, 2015, during the aforesaid audit period.
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 and to the best of our knowledge, belief and understanding, we are of the view that the Company has complied with the provisions of Section 118 of the Companies Act, 2013 during the aforesaid audit period.
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 audit period the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. as mentioned above in Paragraphs 4(I), 4(II), 4(III) and Paragraph 5 of this report 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 audit period.
7. We have checked the compliance with the provisions of the Standard Listing Agreement entered by the Company with Bombay Stock Exchange Limited, National Stock Exchange of India Limited and Calcutta Stock Exchange Limited 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 audit period 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 audit period.
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. No change took place in the composition of the Board of Directors of the Company during the audit period.
  - 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: F005684E000284655

Peer Review Certificate No. 869/2020

Place : Kolkata

Date : 15th May, 2023



## “Annexure A”

## ANNEXURE VI

(To the Secretarial Audit Report of M/s Berger Paints India Limited  
for the financial year ended 31st March, 2023)

### SECRETARIAL COMPLIANCE REPORT OF M/s BERGER PAINTS INDIA LIMITED

FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2023

[Pursuant to Regulation 24A(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended read with Circular No. CIR/CFD/CMD1/27/2019, dated 08/02/2019, issued by Securities and Exchange Board of India]

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

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 31st March, 2023 of even date is to be read along with this letter.

We have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by M/s Berger Paints India Limited (hereinafter referred as ‘the listed entity’), having its Registered Office at Berger House, 129 Park Street, Kolkata, WB- 700017. Secretarial Review was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.

Based on our verification of the listed entity’s books, papers, minutes books, forms and returns filed and other records maintained by the listed entity and also the information provided by the listed entity, its officers, agents and authorized representatives during the conduct of Secretarial Review, we hereby report that in our opinion, the listed entity has, during the review period covering the financial year ended on 31st March, 2023 complied with the statutory provisions listed hereunder and also that the listed entity has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We, Anjan Kumar Roy & Co., Company Secretaries, have examined:

- (a) All the documents and records made available to us and explanation provided by M/s Berger Paints India Limited (hereinafter to be referred “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 financial year ended on 31st March, 2023 (“Period under review”) 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”);

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, as amended;
- (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

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. Where ever 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 check 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.

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

**ANJAN KUMAR ROY**

Proprietor

FCS No. 5684

CP. No. 4557

UDIN: F005684E000284655

Peer Review Certificate No. 869/2020

Place : Kolkata

Date : 15th May, 2023



- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- (f) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended;
- (g) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations;
- (h) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021- Not Applicable during the period under review.

We hereby report that, during the Period under Review the compliance status of the listed entity is appended as below:

Sl. No.	Particulars	Compliance Status	Observations/Remarks by PCS
1.	<u>Secretarial Standards:</u> The Compliances of the listed entity are in accordance with applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries of India (ICSI)	Yes	N.A.
2.	<u>Adoption and timely updation of the policies:</u> • All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities • All the policies are in conformity with SEBI Regulations and has been reviewed & timely updated as per the regulations /circulars/guidelines issued by SEBI	Yes	N.A.
3.	<u>Maintenance and disclosures on Website:</u> • The Listed entity is maintaining a functional website • Timely dissemination of the documents / information under a separate section on the website • Web Links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which redirects to the relevant documents / section of the website	Yes	N.A.
4.	<u>Disqualification of Director:</u> None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013	Yes	N.A.
5.	To examine details related to Subsidiaries of listed entities: a) Identification of material subsidiary companies b) Requirements with respect to disclosure of material as well as other subsidiaries	N.A.	The Company does not have any Material Subsidiary.
6.	<u>Preservation of Documents:</u> The Listed Entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival Policy prescribed under SEBI LODR Regulations, 2015.	Yes	N.A.
7.	<u>Performance Evaluation:</u> The Listed Entity has conducted performance evaluation of the Board , Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations	Yes	The evaluation has to be done in a year and the company has complied with it.
8.	<u>Related Party Transactions:</u> a) The Listed Entity has obtained prior approval of Audit Committee for all Related party transactions b) In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee	Yes	N.A.
9.	<u>Disclosure of events or information:</u> The listed entity has provided all the required disclosures under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder	Yes	N.A.
10.	<u>Prohibition of Insider Trading:</u> The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading ) Regulations, 2015	Yes	N.A.

Sl. No.	Particulars	Compliance Status	Observations/Remarks by PCS
11.	<u>Actions taken by SEBI or Stock Exchanges, if any:</u> No actions taken against the listed entity/its promoters/directors/subsidiaries either by SEBI or Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars /guidelines issued thereunder	No	No actions has been taken against the listed entity/ its Promoters/ Directors/Subsidiaries either by SEBI or Stock Exchanges during the period under review.
12.	<u>Additional Non- compliances, if any:</u> No any additional non-compliance observed for all SEBI Regulation/circular /guideline note etc.	No	No additional non compliance has been observed regarding SEBI Regulations.

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:-

Sr. No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Regulation / Circular No.	Deviations	Action taken by	Type of Action	Details of Violation	Fine Amount	Observations/Remarks of the Practicing Company Secretary	Management Response	Remarks.
i)	No Non-Compliance	N.A	No Deviation	N.A.	N.A.	N.A.	N.A.	No non compliance has been observed.	No	N.A.

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

Sr. No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Regulation / Circular No.	Deviations	Action taken by	Type of Action	Details of Violation	Fine Amount	Observations/Remarks of the Practicing Company Secretary	Management Response	Remarks.
i)	No Non-Compliance	N.A	No Deviation	N.A.	N.A.	N.A.	N.A.	No non compliance has been observed.	No	N.A.

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: F005684E000284666

Peer Review Certificate No. 869/2020

Place : Kolkata

Date : 15th May, 2023



**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:**

- a) Rooftop Solar Power Plants installed at Jammu, Puducherry and Sandila (UP) Plants along with enhancing the Capacity of Solar Power Plants at Puducherry and VVN. Capacity augmentation planned this year for Jejuri and Rishra.
- b) Energy efficient Hydrofoil type Agitators developed for Water Base Emulsion Mixing Tanks and installed already in all the existing Water Base Paints Plants, resulting in enormous energy savings. Last year, these Mixing Tanks had been installed at the recently commissioned Sandila, UP Project and during the Brownfield Expansion Projects at Goa and Rishra.
- c) Energy efficient LED lights installed for internal and external lighting at all the Plants.
- d) VFD's already installed for high power consuming motors of process and utility equipment at all the Plants. Last year it had been done for all the brownfield expansion projects along with Sandila (UP) Project.
- e) Energy efficient HVLS (High Volume Low Speed) fans installed at the FG Warehouse of Sandila Plant, instead of conventional fans to reduce the quantity of conventional fans drastically, resulting energy savings.
- f) Water Heating system by utilizing the Waste Heat from the Flue Gas of Thermic Fluid Heaters installed at VVN Plant.
- g) Draft Automation system implemented for the Combustion Air Supply of all the Bio-briquette fired Thermic Fluid Heaters. Last year it has been implemented at Sandila Plant.
- h) Energy efficient IE2/IE3 motors are being used in all the new projects.
- i) The Specific Energy Consumption for Paints and Powder Coatings has been reduced by approximately 4.34% compared to F.Y. 2021-22.
- j) 19635 MT Carbon footprint reduced in F.Y. 2022-23 by adopting all the energy saving measures, coupled with usage of Biomass fuel fired Thermic Fluid Heaters in the Resin Plants, in place of HSD/LDO fired Thermic Fluid Heaters.

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

- 1) Installation of rooftop solar power system at Jammu, Puducherry and Sandila Plants along with the capacity enhancement of Solar Power Plant at Puducherry and VVN Units.
- 2) Replacement of high power consuming conventional lights with LED Lights.

**3. Capital investment of energy conservation equipment: ₹10 Crore (approx.) in FY 2022-23**

**Benefits derived as a result of the above efforts in the year:**

- 1) Reduction in Specific Energy Consumption for Paints and Powder Coatings by 4.34% approx during financial year in comparison to previous financial year.
- 2) Reduction in Carbon footprint by approx. 19635 MT.
- 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:**

- Synthesis of nano materials and their application in paints
- Reduction of high carbon footprint raw materials in formulations
- Synthesis and application of photo cross linking polymers
- In-house stainer development
- In-house binder development for intumescent coating
- New range of products for construction chemicals and water proofing
- Low bake powder coating
- Low VOC products for industrial application
- Emulsion technology to tailor made emulsion properties.
- Painting technology for highly corrosive industrial environment
- Collaborative work with academic institutions to deliver technologically advanced products.

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

Development of new products with special attributes for different applications.

**i) Decorative Products:**

- a) High gloss finish for interior walls
- b) Exterior paint with high solar reflective property
- c) Formulations of existing products with low carbon foot-print
- d) Wider range of construction chemicals and water-proofing solutions
- e) Improvement in performance of existing products.

**ii) Industrial Products:**

- a) Painting system for highly corrosive industrial environment
- b) New range of marine coatings
- c) Painting system for gasohol fuel tanks
- d) Expansion of architectural powder coating portfolio
- e) Air drying painting system for OEMs.

**3) Future Plan of Action:**

To invest in development of new technology to deliver products with special attributes and meeting anticipated need of the stakeholders.

**4) Expenditure on R&D:**

Capital Expenditure (₹)	4.73 Crore
Recurring Expenditure (₹)	18.90 Crore
Total Expenditure (₹)	23.62 Crore
Total R&D Expenditure as a percentage of Total Turnover	0.25%

**II. Technology Absorption, Adaptation and Innovation:**

- a) Efforts in brief made towards technology absorption, adaptation and innovation:
  - Technology licence agreement with Chugoku Marine Paints, Japan for high performance coating system
- b) Benefits derived as a result of the above efforts e.g., product improvement, cost reduction, product development, import substitution etc.
  - Expansion of technology base
  - Product development
- c) Technology imported during the last three years:
  - The details of technology imported –
    - Chugoku Marine Paints, Japan, for high performance protective coatings
      - Year of Import – 2020
    - Technology licence agreement with VIP Coatings, Germany for polyurea based coating system for water proofing
      - Year of Import – 2021
      - Whether the technology been fully absorbed – Yes

**C) FOREIGN EXCHANGE EARNINGS AND OUTGO**

Foreign Exchange Earnings and Outgo of the Company are ₹4.42 Crore and ₹1313.02 Crore respectively. Primarily, earnings were from exports and consultancy services and outgo was towards import payments.

Place: New Delhi  
Dated: 15th May, 2023

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



## ANNEXURE VIII

### BUSINESS RESPONSIBILITY & SUSTAINABILITY REPORT

#### SECTION A: GENERAL DISCLOSURES

##### I. Details of the listed entity

1. Corporate Identity Number (CIN) of the Listed Entity: L51434WB1923PLC004793
2. Name of the Listed Entity: BERGER PAINTS INDIA LIMITED
3. Year of incorporation: 1923
4. Registered office address: Berger House, 129 Park Street, Kolkata, West Bengal, India - 700017
5. Corporate address: Berger House, 129 Park Street, Kolkata, West Bengal, India - 700017
6. E-mail : [consumerfeedback@bergerindia.com](mailto:consumerfeedback@bergerindia.com)
7. Telephone: 033 2229 9724-28
8. Website: [www.bergerpaints.com](http://www.bergerpaints.com)
9. Financial year for which reporting is being done: 2022-23
10. Name of the Stock Exchange(s) where shares are listed: National Stock Exchange of India Limited (NSE) (Scrip Code: BERGEPAIN), BSE Limited (Scrip Code: 509480) and The Calcutta Stock Exchange Limited (Scrip Code: 12529)
11. Paid-up Capital: ₹97.14 Crore
12. Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report:

Sl. No.	Particulars	Details
1	Name	Mr Arunito Ganguly
2	Designation	Vice President & Company Secretary
3	Telephone number	033-2229 9724-28
4	E-mail id	arunitoganguly@bergerindia.com

13. Reporting boundary - Are the disclosures under this report made on a standalone basis (i.e., only for the entity) or on a consolidated basis (i.e. for the entity and all the entities which form a part of its consolidated financial statements, taken together).  
Standalone Basis

##### II. Products/Services

14. Details of business activities (accounting for 90% of the turnover):

S. No.	Description of Main Activity	Description of Business Activity	% of Turnover of the entity
1	Paints, varnishes, enamels or lacquers	Manufacture of paints, varnishes, enamels or lacquers	98.42

15. Products/Services sold by the entity (accounting for 90% of the entity's Turnover):

S. No.	Product/Service	NIC Code	% of total Turnover contributed
1	Manufacture of paints, varnishes, enamels or lacquers	202	98.42
2	Manufacture of organic and inorganic chemical compounds	201	1.58

##### III. Operations

16. Number of locations where plants and/or operations/offices of the entity are situated:

Location	Number of plants	Number of offices	Total
National	15	184	199
International	Nil	Nil	Nil

17. Markets served by the entity

- a. Number of locations

Location	Number of plants
National (No. of States)	28 States and 8 Union Territories
International (No. of Countries)	Nil

- b. What is the contribution of exports as a percentage of the total turnover of the entity? 0.003%
- c. A brief on types of customers: Household, Industries, Government, Government Institutions, OEMs and others.

##### IV. Employees

18. Details as at the end of Financial Year:

- a. Employees and Workers (including differently abled):

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
<b>EMPLOYEES</b>						
1.	Permanent (D)	2973	2915	98.00	58	2.00
2.	Other than Permanent (E)	4909	4687	95.05	222	4.50
3.	Total employees (D + E)	7882	7602	96.45	280	3.55
<b>WORKERS</b>						
4.	Permanent (F)	1115	1096	98.10	19	1.70
5.	Other than Permanent (G)	2819	2738	97.10	81	2.90
6.	Total workers (F + G)	3934	3834	97.50	100	2.52

- b. Differently abled Employees and Workers:

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B / A)	No. (C)	% (C / A)
<b>DIFFERENTLY ABLED EMPLOYEES</b>						
1.	Permanent (D)	Nil	Nil	Nil	Nil	Nil
2.	Other than Permanent (E)	3	3	100	Nil	Nil
3.	Total differently abled employees (D + E)	3	3	100	Nil	Nil
<b>DIFFERENTLY ABLED WORKERS</b>						
4.	Permanent (F)	Nil	Nil	Nil	Nil	Nil
5.	Other than Permanent (G)	Nil	Nil	Nil	Nil	Nil
6.	Total differently abled workers (F + G)	Nil	Nil	Nil	Nil	Nil



19. Participation/Inclusion/Representation of women

Particulars	Total (A)	No. and percentage of Females	
		No. (B)	% (B / A)
Board of Directors	11*	2	20.00
Key Management Personnel	3	0	0.00

\* Including Mr Gopal Krishna Pillai (w.e.f. 15.05.2023)

20. Turnover rate for permanent employees and workers

(Disclose trends for the past 3 years)

	FY 22-23 (Turnover rate in current FY)			FY 21-22 (Turnover rate in previous FY)			FY 20-21 (Turnover rate in the year prior to the previous FY)		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
	Permanent Employees	33.54%	14.72%	33.00%	17.30%	11.77%	17.12%	12.82%	9.09%
Permanent Workers	14.18%	12.90%	11.51%	4.05%	0.00%	4.03%	5.61%	0.00%	5.57%

V. Holding, Subsidiary and Associate Companies (including joint ventures)

21. a. Names of holding/subsidiary/associate companies/joint ventures

S. No.	Name of the Holding/ Subsidiary/Associate Companies/Joint Ventures (A)	Indicate whether Holding/ Subsidiary/ Associate/ Joint Venture	% of shares held by/in the listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
1.	Berger Jenson & Nicholson (Nepal) Private Limited	Subsidiary	100	No
2.	Beepee Coatings Private Limited	Subsidiary	100	No
3.	SBL Specialty Coatings Private Limited	Subsidiary	100	No
4.	Berger Paints (Cyprus) Limited	Subsidiary	100	No
5.	Lusako Trading Limited	Subsidiary	100	No
6.	Berger Hesse Wood Coatings Private Limited	Subsidiary	51	No
7.	Berger Rock Paints Private Limited	Subsidiary	51	No
8.	STP Limited	Subsidiary	95.53	No
9.	Berger Becker Coatings Private Limited	Joint Venture	48.98	No
10.	Berger Nippon Paint Automotive Coatings Private Limited	Joint Venture	49	No
11.	Surefire Management Services Limited	Joint Venture	75	No
12.	U. K. Paints (India) Private Limited	Holding	50.10	No

VI CSR Details

22. (i) Whether CSR is applicable as per section 135 of Companies Act, 2013: (Yes/No) Yes  
 (ii) Turnover (in ₹): 9,470.62 Crore  
 (iii) Net worth (in ₹): 4,163.08 Crore

VII Transparency and Disclosures Compliances

23. Complaints/Grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct:

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No) <i>(If Yes, then provide web-link for grievance redress policy)</i>	FY 22-23 Current Financial Year			FY 21-22 Previous Financial Year		Remarks
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	
Communities	Community beneficiaries can send their complaint to consumerfeedback@bergerindia.com and such complaints when not frivolous are investigated and resolved in a time bound manner	Nil	Nil	-	Nil	Nil	-
Investors (other than shareholders)	No	Nil	Nil	Nil	Nil	Nil	-
Shareholders	The company has a dedicated complaint/ feedback email id which is consumerfeedback@bergerindia.com. Post such complaints, internal process of resolution is activated.	9	NIL	-	11	Nil	-
Employees and workers	The company has a Grievance Redressal Policy which is robust and all serious complaints, if any are considered for early resolution.	Nil	Nil	-	Nil	Nil	-
Customers	The company has a dedicated complaint/ feedback email id which is consumerfeedback@bergerindia.com. Post such complaints , internal process of resolution is activated.	9058	145	-	5876	6	-
Value Chain Partners	The company has a dedicated complaint/ feedback email id which is consumerfeedback@bergerindia.com. Post such complaints , internal process of resolution is activated	Nil	Nil	-	Nil	Nil	-
Other (please specify)	No	Nil	Nil	-	Nil	Nil	-



24. Overview of the entity's material responsible business conduct issues:

Please indicate material responsible business conduct and sustainability issues pertaining to environmental and social matters that present a risk or an opportunity to your business, rationale for identifying the same, approach to adapt or mitigate the risk along with its financial implications, as per the following format

S. No.	Material issue identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk / opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1.	Green House Gas (GHG) Management	Opportunity	Berger has taken several steps to reduce Green House Gas emissions, either through process changes or planned alternative energy.	-	Positive. The efforts in reduction of Green House Gas (GHG) shall also enable better usage and thereby impact lowering of cost.
2.	Human Rights	Opportunity	The Company has implemented a robust Human Rights Policy and procedure which will enhance productivity at all levels.	-	Positive. Human rights Policy clearly states inclusivity of employees, zero tolerance to abuse and discrimination. This policy is going to evolve into acquisition of best of talents and consequently increase productivity.
3.	Stakeholder Engagement	Opportunity	The Company has begun a planned outreach to value chain partners and also has ongoing programmes with engagement with investors and employees.	-	Positive. As the Company has connected with local eco-chain on sustainability issues, the benefits of such good practices shall be apparent in its sourcing and branding.
4.	Water Management	Risk	Although the Company is engaged in achieving water positive status in all plants, water being a finite resource can become a challenge in future.	The Company is planning for better water conservation through rain water harvesting, recycling of used water and reduced wastage in production facilities.	Negative. Shortage of water through natural resources could be a concern in future.

**SECTION B: MANAGEMENT AND PROCESS DISCLOSURES**

This section is aimed at helping businesses demonstrate the structures, policies and processes put in place towards adopting the NGRBC Principles and Core Elements.

Disclosure Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
<b>Policy and management processes</b>									
1. a. Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
b. Has the policy been approved by the Board? (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
c. Web Link of the Policies, if available	<a href="https://www.bergerpaints.com/about-us/business-responsibility-and-sustainability-policy.html">https://www.bergerpaints.com/about-us/business-responsibility-and-sustainability-policy.html</a>								

Disclosure Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
2. Whether the entity has translated the policy into procedures. (Yes / No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
3. Do the enlisted policies extend to your value chain partners? (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
4. Name of the national and international codes/certifications/ labels/ standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustea) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle.	-	ISO 9001:2015, ISO 14001:2015 and products range conforming to BIS/GRIHA/ ISI/IGBC specifications	ISO 45001:2018 & products conforming to U/L specifications	Plants are designed as per national and international standards – NBC/NFPA/ EN/ATEX etc and compliance is ensured	-	EIA is carried out for all projects under the MOEF/NGT guidelines under EPA.	-	SIA is carried out for all projects	-
5. Specific commitments, goals and targets set by the entity with defined timelines, if any.	-	Each of the procedures connected with the policies are reviewed annually as to its performance and non-achievement if any							
6. Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.	-	The Company has not witnessed any underperformance.							

**Governance, leadership and oversight**

7. Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements (listed entity has flexibility regarding the placement of this disclosure)

Berger Paints India Limited (the Company ) is gearing itself to integrate Environmental, Social and Governance (ESG) principles into its businesses which is essential to embed the subject of Sustainability in its system. Consequently the company adheres to the principles of product stewardship by enhancing health, safety and environmental impacts of products and services across their life-cycles. The environmental criteria impacts Climate, Resources (Energy & Water), Waste Management and Nature & Biodiversity. The Company has committed to achieve progress on such matters by taking steps to reduce its carbon emission and implement policies for Safety, Health & Environment ('SHE'). In addition The Company is committed to conducting beneficial and fair business practices to the labour, human capital and to the community.

The Company also strives to inculcate the values of ESG during its constant engagement with Key Stakeholders including Value chain Partners.

8. Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy(ies).	Name – Mr Abhijit Roy Designation – Managing Director and CEO DIN Number – 03439064
9. Does the entity have a specified Committee of the Board/Director responsible for decision making on sustainability related issues? (Yes/No). If yes, provide details.	The entity has an ESG Committee, headed by an Independent Director and where the MD is also a member with other divisional heads as members.

10. Details of Review of NGRBCs by the Company:

Subject for Review	Indicate whether review was undertaken by Director / Committee of the Board/ Any other Committee									Frequency (Annually/ Half yearly/ Quarterly/ Any other – please specify)								
	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
Performance against above policies and follow up action	Y	Y	Y	Y	Y	Y	Y	Y	Y	Annually								



Subject for Review	Indicate whether review was undertaken by Director / Committee of the Board/ Any other Committee										Frequency (Annually/ Half yearly/ Quarterly/ Any other – please specify)
	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	
Compliance with statutory requirements of relevance to the principles, and, rectification of any non-compliances	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Annually

11. Has the entity carried out independent assessment/ evaluation of the working of its policies by an external agency? (Yes/No). If yes, provide name of the agency.	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
	No	No	No	No	No	No	No	No	No

12. If answer to question (1) above is “No” i.e., not all Principles are covered by a policy, reasons to be stated: Not Applicable, as we have answered all points above.

Questions	P 1	P 2	P 3	P 4	P 5	P 6	P 7	P 8	P 9
The entity does not consider the Principles material to its business (Yes/No)	-	-	-	-	-	-	-	-	-
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)	-	-	-	-	-	-	-	-	-
The entity does not have the financial or/human and technical resources available for the task (Yes/No)	-	-	-	-	-	-	-	-	-
It is planned to be done in the next financial year (Yes/No)	-	-	-	-	-	-	-	-	-
Any other reason (please specify)	-	-	-	-	-	-	-	-	-

**SECTION C: PRINCIPLE WISE PERFORMANCE DISCLOSURE**

This section is aimed at helping entities demonstrate their performance in integrating the Principles and Core Elements with key processes and decisions. The information sought is categorized as “Essential” and “Leadership”. While the essential indicators are expected to be disclosed by every entity that is mandated to file this report, the leadership indicators may be voluntarily disclosed by entities which aspire to progress to a higher level in their quest to be socially, environmentally and ethically responsible.

**PRINCIPLE 1 Businesses should conduct and govern themselves with integrity, and in a manner that is Ethical, Transparent and Accountable.**

**Essential Indicators**

1. Percentage coverage by training and awareness programmes on any of the Principles during the financial year:

Segment	Total number of training and awareness programmes held	Topics/principles covered under the training and its impact	%age of persons in respective category covered by the awareness programmes
Board of Directors	1	Code of Conduct, Ethics	100
Key Managerial Personnel and HODs	1	Human Rights	100
Employees other than BoD and KMPs	128	1. Business Ethics 2. Human Rights 3. Health & Safety 4. Skill upgradation	69.4 (point nos. 1 & 2) 64.2 - point no. 3 6.4 - point no. 4
Workers	412	1. Business Ethics 2. Human Rights 3. Health & Safety 4. Skill upgradation	47.2 (point nos. 1 & 2) 82.4 - point no. 3 34.7 - point no. 4

2. Details of fines/penalties/punishment/award/compounding fees/settlement amount paid in proceedings (by the entity or by directors/KMPs) with regulators/ law enforcement agencies/ judicial institutions, in the financial year, in the following format (Note: the entity shall make disclosures on the basis of materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Obligations) Regulations, 2015 and as disclosed on the entity’s website):

Monetary					
	NGRBC Principle	Name of the regulatory/ enforcement agencies/ judicial institutions	Amount (In INR)	Brief of the Case	Has an appeal been preferred? (Yes/No)
Penalty/Fine	Nil	Nil	Nil	Nil	Nil
Settlement	Nil	Nil	Nil	Nil	Nil
Compounding fee	Nil	Nil	Nil	Nil	Nil
Non-Monetary					
	NGRBC Principle	Name of the regulatory/ enforcement agencies/ judicial institutions	Brief of the Case	Has an appeal been preferred? (Yes/No)	
Imprisonment	Nil	Nil	Nil	Nil	
Punishment	Nil	Nil	Nil	Nil	

3. Of the instances disclosed in Question 2 above, details of the Appeal/Revision preferred in cases where monetary or non-monetary action has been appealed. Not Applicable

Case Details	Name of the regulatory/enforcement agencies/ judicial institutions
-	-

4. Does the entity have an anti-corruption or anti-bribery policy? If yes, provide details in brief and if available, provide a web-link to the policy. YES

It is available in the Code of Conduct given in our website. Bribery can be considered to be included under “material benefits” as given in the following line in the Code of Conduct: -

Please refer to the following link: <https://www.bergerpaints.com/about-us/code-of-conduct.html>

5. Number of Directors/KMPs/employees/workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery/corruption:

Particular	FY 22-23 (Current Financial Year)	FY 21-22 (Previous Financial Year)
Directors	Nil	Nil
KMPs	Nil	Nil
Employees	Nil	Nil
Workers	Nil	Nil





6. Details of complaints with regard to conflict of interest:

Particular	FY 22-23 (Current Financial Year)		FY 21-22 (Previous Financial Year)	
	Number	Remarks	Number	Remarks
Number of complaints received in relation to issues of Conflict of Interest of the Directors	Nil	-	Nil	-
Number of complaints received in relation to issues of Conflict of Interest of the KMPs	Nil	-	Nil	-

7. Provide details of any corrective action taken or underway on issues related to fines/penalties/action taken by regulators/ law enforcement agencies/ judicial institutions, on cases of corruption and conflicts of interest. Nil

**Leadership Indicators**

1. Awareness programmes conducted for value chain partners on any of the Principles during the financial year:

Total number of awareness programmes held	Topics/principles covered under the training	%age of value chain partners covered (by value of business done with such partners) under the awareness programmes
4	Human Rights and Ethics	70%

2. Does the entity have processes in place to avoid/manage conflict of interests involving members of the Board? (Yes/No) If yes, provide details of the same. No

**PRINCIPLE 2 Businesses should provide goods and services in a manner that is sustainable and safe**

**Essential Indicators**

1. Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of product and processes to total R&D and capex investments made by the entity, respectively.

Particular	Current Financial Year	Previous Financial Year	Details of improvements in environmental and social impacts
R&D	11%*	10%*	1. Use of environmentally friendly chemicals in designing architectural paints 2. Development of products with lower carbon footprint 3. Development of low temperature curable industrial paints
Capex	8%*	10%*	Investment in various machines and instruments that are used in preparation and testing of products mentioned above

\* The various machines and instruments bought through capex have widespread application including the ones that are mentioned above. The percentage weightage indicated in the above table is the average usage in specified sustainability projects.

Similarly, the projects mentioned have application in a wide variety of application.

2. a. Does the entity have procedures in place for sustainable sourcing? (Yes/No) - Yes

b. If yes, what percentage of inputs were sourced sustainably?

Yes, 40.37%

3. Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for (a) Plastics (including packaging) (b) E-waste (c) Hazardous waste and (d) other waste.

(a) Plastic packaging waste (both pre-consumer and post-consumer) undergo recycling through company appointed WMA (Waste Management Agencies). Recycling certificates along with EPR credits are being transferred to the company over centralised EPR portal developed by CPCB. For FY 2022-23, in accordance to the guidelines of the Plastic Waste Management rules, the company has fulfilled its EPR obligations.

(b) E-waste generated at the company's office/manufacturing/sales location falls under the bulk consumer category and the same is being disposed off safely to E-waste management agencies and it is ensured that the E-waste is recycled in a proper and environmental friendly and sustainable manner in compliance to the E-waste management rules, 2022. Recycling certificates along with manifest form is submitted to SPCB/CPCB as applicable.

(c) Hazardous Waste is disposed through authorised recycler/co-processor/CHWTSDF registered with respective SPCBs.

(d) Other waste generated is being either re-used by other purposes/in house recycling or being safely disposed-off in compliance to local Municipality laws.

4. Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes/No). If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same.

EPR applicable for Plastic Packaging Waste and the waste collection is done by company appointed WMA (Waste Management Agencies) who carry the same as per Obligations for plastic waste collection & recycling fixed by CPCB in accordance to the Plastic Waste management rules.

**Leadership Indicators**

1. Has the entity conducted Life Cycle Perspective/Assessments (LCA) for any of its products (for manufacturing industry) or for its services (for service industry)? If yes, provide details in the following format?

NIC Code	Name of Product / Service	% of total Turnover contributed	Boundary for which the Life Cycle Perspective / Assessment was conducted	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/No) If yes, provide the web-link.
202	Paints, Varnishes, Enamels or Lacquers	98.42	The system boundary for Berger Paint product represents a Cradle-to-Gate, which covers production Phase. The production phase includes the raw material extraction, production of the raw materials, auxiliary material production, upstream transportation, manufacturing process of the final product and its packaging.	Yes, Thinkstep Sustainability a Sphera Company	No



2. If there are any significant social or environmental concerns and/or risks arising from production or disposal of your products/ services, as identified in the Life Cycle Perspective/Assessments (LCA) or through any other means, briefly describe the same along-with action taken to mitigate the same.

Not Applicable as there are no concerns.

Name of Product/Service	Description of the risk/concern	Action Taken
-	-	-
-	-	-
-	-	-

Consistent with a life cycle perspective, BPIL has:

- established controls, as appropriate, to ensure that its environmental requirements are addressed in the design and development process for the paints, considering each life cycle stage;
- determine its environmental requirements for the procurement of products and services, as appropriate;
- communicate its relevant environmental requirements to external providers, including contractors;
- consider the need to provide information about potential significant environmental impacts associated with the transportation or delivery, use, end-of-life treatment and final disposal of the paints.

BPIL maintains documented information to the extent necessary to have confidence that the processes have been carried out as planned. All related MSDS are available at R&D & distributed across BPIL by sharing the relevant MSDS through Share Point Porta & website of BPIL.

3. Percentage of recycled or reused input material to total material (by value) used in production (for manufacturing industry) or providing services (for service industry).

Indicate input material	Recycled or re-used input material to total material	
	FY 22-23 Current Financial Year	FY 21-22 Previous Financial Year
Washing Solvent Recycled	2.5%	4%
Powder RM /Sweeping dust Recovered	0.13%	0.09%

4. Of the products and packaging reclaimed at end of life of products, amount (in metric tonnes) reused, recycled, and safely disposed, as per the following format:

Particular	FY 22-23 Current Financial Year			FY 21-22 Previous Financial Year		
	Re-Used	Recycled	Safely Disposed	Re-Used	Recycled	Safely Disposed
Plastics (including packaging)	0.000	15458.000	0.000	0.000	0.197	5.200
E-waste (MT)	0.000	0.000	4.120	0.000	0.000	0.090
Hazardous waste (MT)	288.200	924.460	1602.417	104.48	696.140	1910.852
Other waste (MT)	34.596	35.358	2226.768	27.54	31.870	1917.153

5. Reclaimed products and their packaging materials (as percentage of products sold) for each product category.

Indicate product category	Reclaimed products and their packaging materials as % of total products sold in respective category
EPR for entire Plastics	75%

**PRINCIPLE 3 Businesses should respect and promote the well-being of all employees, including those in their value chains**

**Essential Indicators**

1. a. Details of measures for the well-being of employees:

Category	% of employees covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B / A)	Number (C)	% (C / A)	Number (D)	% (D / A)	Number (E)	% (E / A)	Number (F)	% (F / A)
<b>Permanent employees</b>											
Male	2915	2915	100	2915	100	Nil	Nil	Nil	Nil	Nil	Nil
Female	58	58	100	58	100	58	100	Nil	Nil	Nil	Nil
<b>Total</b>	<b>2973</b>	<b>2973</b>	<b>100</b>	<b>2973</b>	<b>100</b>	<b>58</b>	<b>100</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
<b>Other than Permanent employees</b>											
Male	4687	*	*	*	*	Nil	Nil	Nil	Nil	Nil	Nil
Female	222	*	*	*	*	222	100	Nil	Nil	Nil	Nil
<b>Total</b>	<b>4909</b>	<b>*</b>	<b>*</b>	<b>*</b>	<b>*</b>	<b>222</b>	<b>100</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>

\*Other than permanent employees are covered under ESIC

b. Details of measures for the well-being of workers:

Category	% of workers covered by										
	Total (A)	Health insurance		Accident insurance		Maternity benefits		Paternity Benefits		Day Care facilities	
		Number (B)	% (B / A)	Number (C)	% (C / A)	Number (D)	% (D / A)	Number (E)	% (E / A)	Number (F)	% (F / A)
<b>Permanent workers</b>											
Male	1096	1096	100	1096	100	Nil	Nil	Nil	Nil	Nil	Nil
Female	19	19	100	19	100	19	100	Nil	Nil	Nil	Nil
<b>Total</b>	<b>1115</b>	<b>1115</b>	<b>100</b>	<b>1115</b>	<b>100</b>	<b>19</b>	<b>100</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
<b>Other than Permanent workers</b>											
Male	2738	*	*	*	*	Nil	Nil	Nil	Nil	Nil	Nil
Female	81	*	*	*	*	81	100	Nil	Nil	Nil	Nil
<b>Total</b>	<b>2819</b>	<b>*</b>	<b>*</b>	<b>*</b>	<b>*</b>	<b>81</b>	<b>100</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>

\*Other than permanent workers are covered under ESIC



2. Details of retirement benefits, for Current FY and Previous Financial Year.

Benefits	FY 22-23 Current Financial Year			FY 21-22 Previous Financial Year		
	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)
PF	100	100	Yes	100	100	Yes
Gratuity	100	100	N.A.**	100	100	N.A.**
ESI	0.75	0.75	Yes	0.75	0.75	Yes
Others – EPS (Employee Pension Scheme)	100	Nil	Yes	Yes	Nil	Yes

\*\* Not Applicable

3. Accessibility of workplaces

Are the premises / offices of the entity accessible to differently abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016? If not, whether any steps are being taken by the entity in this regard.

No, but steps are being considered to align with the requirement.

4. Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web-link to the policy.

Yes. It forms part of the Human Rights policy of the Company.

5. Return to work and Retention rates of permanent employees and workers that took parental leave.

Gender	Permanent employees		Permanent workers	
	Return to work rate	Retention rate	Return to work rate	Retention rate
Male	Nil	Nil	Nil	Nil
Female	Nil	Nil	Nil	Nil
<b>Total</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>

6. Is there a mechanism available to receive and redress grievances for the following categories of employees and worker? If yes, give details of the mechanism in brief.

	Yes/No (If Yes, then give details of the mechanism in brief)
Permanent Workers	Yes, any grievance brought to the notice, is discussed and resolved by a dedicated team consisting of respective department HOD, HR and Plant Head. Union for workers and complain box for all.
Other than Permanent Workers	Yes. Any grievance brought to the notice, is discussed & resolved by team consist of respective department HOD, HR and Plant Head. Yes, Complain box
Permanent Employees	Please refer to the Grievance Redressal Policy of the Company, which details the procedure also.
Other than Permanent Employees	Please refer to the Grievance Redressal Policy of the Company, which details the procedure also.

7. Membership of employees and worker in association(s) or Unions recognised by the listed entity:

Category	FY 22-23 (Current Financial Year)			FY 21-22 (Previous Financial Year)		
	Total employees / workers in respective category (A)	No. of employees / workers in respective category, who are part of association(s) or Union (B)	% (B / A)	Total employees / workers in respective category (C)	No. of employees / workers in respective category, who are part of association(s) or Union (D)	% (D / C)
Total Permanent Employees	2973	Nil	Nil	2874	Nil	Nil
- Male	2915	Nil	Nil	2810	Nil	Nil
- Female	58	Nil	Nil	64	Nil	Nil
Total Permanent Workers	1115	319	28.61	1057	331	31.32
- Male	1096	319	29.11	1042	331	31.77
- Female	19	Nil	Nil	15	Nil	Nil

8. Details of training given to employees and workers:

Category	FY 22-23 Current Financial Year					FY 21-22 Previous Financial Year				
	Total (A)	On Health and safety measures		On Skill upgradation		Total (D)	On Health and safety measures		On Skill upgradation	
		No. (B)	% (B / A)	No. (C)	% (C / A)		No. (E)	% (E / D)	No. (F)	% (F / D)
<b>Employees</b>										
Male	2915	1873	64.25	996	34.17	2810	1620	57.65	164	6
Female	58	36	62.10	14	24.10	64	48	75	13	27
<b>Total</b>	<b>2973</b>	<b>1909</b>	<b>64.21</b>	<b>1010</b>	<b>33.97</b>	<b>2874</b>	<b>1668</b>	<b>58.03</b>	<b>177</b>	<b>6</b>
<b>Workers</b>										
Male	1096	900	82.12	376	34.31	1042	765	73.42	343	32.91
Female	19	19	100	11	57.89	15	8	53.33	4	26.67
<b>Total</b>	<b>1115</b>	<b>919</b>	<b>82.42</b>	<b>387</b>	<b>34.71</b>	<b>1057</b>	<b>773</b>	<b>73.13</b>	<b>347</b>	<b>32.83</b>

9. Details of performance and career development reviews of employees and worker:

Category	FY 22-23 Current Financial Year			FY 21-22 Previous Financial Year		
	Total (A)	No. (B)	% (B / A)	Total (C)	No. (D)	% (D / C)
<b>Employees</b>						
Male	2915	1732	59.42	2810	2295	81.67
Female	58	36	62.10	64	59	92.19
<b>Total</b>	<b>2973</b>	<b>1768</b>	<b>59.47</b>	<b>2874</b>	<b>2354</b>	<b>81.91</b>
<b>Workers</b>						
Male	1096	602	54.93	1042	765	73.42
Female	19	15	78.95	15	8	53.33
<b>Total</b>	<b>1115</b>	<b>617</b>	<b>55.34</b>	<b>1057</b>	<b>773</b>	<b>73.13</b>



10. Health and safety management system:

a. Whether an occupational health and safety management system has been implemented by the entity? (Yes/ No). If yes, the coverage such system?

Yes, and it covers all employees.

b. What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity?

Hazard Identification and Risk Assessment (HIRA) is carried out for each activity/process and for any green/brown field project and critical changes PHA (HAZOP) study is being carried out by competent professionals. This involves identifying potential hazards in the workplace, assessing/analysing the associated risks, and determining the necessary control measures to reduce or eliminate the risks. Hazop is being done across all unit to mitigate the risk through improvement in process/system and by implementing additional safety measures time to time to reduce or eliminate the risk involved in the process/operation.

In addition to this based on requirement various studies such as Hazardous Area Classification, ATEX Study, Chemical Process safety assessment, Fire & Life Safety Assessment, Electrical safety assessment is being carried out by competent and renowned agencies & consultants. For any non-routine works like construction, hot work, etc. is carried out through BPIL Permit system, LOTO system and after proper Job Safety analysis & work area assessment. Identification and Analysis of potential hazards to assess the associated risks is done before start of the jobs on regular basis, a check list is being followed across all locations.

Risk assessment matrix is available for each activity which involves assessing the likelihood and severity of potential hazards and risks associated with a particular job or task. Regular necessary training is provided to the employees to ensure they understand the risks associated with their job and how to safely perform their tasks.

Regular Audit is being conducted internally as well as through outside competent agency/consultants to identify any potential hazards or risks and accordingly corrective/preventive actions are being taken across all locations. Regular workplace monitoring is in place to ensure that any identified hazards and risks are being properly managed at the Shop Floor.

c. Whether you have processes for workers to report the work related hazards and to remove themselves from such risks. (Y/N)

Yes

d. Do the employees/ worker of the entity have access to non-occupational medical and healthcare services? (Yes/ No)

Yes all permanent employees are covered under ESI scheme/ Medical health insurance scheme.

11. Details of safety related incidents, in the following format:

An accidental fire had broken out at the Company's Howrah Factory on 8th June, 2022 affecting the exit gate and the raw material handling area. 23 employees had received injuries in an attempt to douse the fire. 5 out of the total injured persons expired due to their critical condition later while under the best medical treatment possible.

The operation, which had caused the incident, has completely been stopped at the unit.

Safety Incident/Number	Category	FY 22-23 Current Financial Year	FY 21-22 Previous Financial Year
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	1.26	0
	Workers	6.62	0.94
Total recordable work-related injuries	Employees	6	0
	Workers	76	43
No. of fatalities	Employees	1	0
	Workers	5	0
High consequence work-related injury or ill-health (excluding fatalities)	Employees	1	0
	Workers	16	0

12. Describe the measures taken by the entity to ensure a safe and healthy work place.

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.

We are duly committed to take care of the 4 E's – Environment, Employee, Employer and Esteemed customer.

The company has implemented a comprehensive safety and Environment policy that outlines the company's commitment to providing a safe and healthy work environment. This policy includes measures such as providing personal protective equipment (PPE) to employees, conducting regular safety inspections and audits/health check – ups/providing training/doing mock drill at regular interval and education on health and safety topics. Company has appointed EHS Manager/Officer across all its location to ensure implementation of the health and safety policy of the Company to provide safe and healthy work environment.

The Company has year the round trainings planned for different functions which are 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.

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. Safety related 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. Adequate isolation facility with oxygen concentrators made available during the Covid-19 pandemic period.

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 and expansion Project/Activity.

Each plant has safety committee in place to ensure implementation of all good safety practices/safety improvement at the workplace and also to increase awareness of all the employees regarding any changes to health and safety policies/procedures through regular safety committee meeting.

For Safe unloading of monomers, 5 Tier Safety system is being followed to ensure each and every step is being monitored and mistake proofing measures are in place through visual identification. For safe unloading of solvents and other hazardous/flammable Raw materials, 3 Tier Safety system is put in place. Additionally, Smart Earth rite relay system automatically ensures No Earthing, No Unloading along with dry run protector for Solvent transfer pumps. Different POKA-YOKE measures have been put across our plants with additional layer of protection and administration control.

Our upcoming plants and brown field projects at exiting units are designed with State of the Art technological set-up for production and handling of such hazardous material & designed to operate on closed charging principle. This ensures least exposure to manpower due to minimum dust inside the plant.

Charging of liquid raw materials are also done through Automatic & closed loop charging in the batches which is controlled by mass flow meters to avoid any spillage and wastage of material. Plants are designed with recommendations put forward in HAZOP study for safe handling and storage of such chemicals. Dust & Fume Extraction system are installed to capture fugitive emissions.

All fittings and fixtures at Shop Floor are FLP type and Fire retardant wherever applicable. Spill proof kits, Diphotherine kits, safety showers are installed at shop floor to counter any First aid situation at site. All personnel are trained and awareness is spread amongst the workforce regarding the hazards. Early Suppression Fast Release Sprinkler for SADT capable chemicals with response time within 3-7 seconds. For Hazardous area such as Resin and Solvent based manufacturing, conventional concept of linear heat sensors or beam detection has been replaced with advanced IR3 Flame detector and Quartzoid Bulb detector.



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. Safety awareness programmes and trainings are conducted to increase safety awareness amongst the employees. Proper training for Work permit system, Hot work, Manual material handling, Lock out Tag Out, Fire prevention and Fire-fighting, Confined space entry, Emergency evacuation, and Electrical safety is given to all employees with proper PPE compliance and awareness. Safety Mock Drills are conducted and GAP is analysed for continual improvement. SMS/Call intimation & Cloud based safety management in connection with detection system installed in all our plants, depots, warehouse and offices.

Third party certified auditors engaged with best in class and world renowned Safety & Risk management consultancies have been appointed by the company to carry out Fire & Life Safety, Chemical process safety and Electrical safety risk assessments and audits. The observations by these safety experts are being considered and all such useful recommendations are taken forward for implementation.

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 aware employees about environment, health and safety. The units and sales depots are graded on annual safety performance based on legal and statutory compliance, score of electrical health assessment, Fire & safety audit, Kaizen, emergency preparedness and response and overall EHS awareness. Annual award is presented based on their excellence in EHS practices.

Wellness Initiatives taken at our Factories & offices;

Yoga Sessions;

Work life balance at work place by magical Saturday;

Training on Behaviour Based Safety (BBS);

Training to nearby school and college students on Environment and Safety awareness on occasion of World Environment Day and National Safety Day;

Training to employee families on household safety;

Employee and transporters training on defensive driving techniques;

Awareness training session with units and sales depots on COVID-19 precautions by Medical professionals and others.

Online training and interactions with industry professionals for gaining knowledge on various topics.

Employee Welfare programmes such as Sports Tournament, Group Picnics, celebrating Independence day, Republic day, factory inauguration day, employee birthdays, work achievements and excellent performances, etc.

We have a robust Health monitoring plan for our employees where periodical checks and emergency preliminary response/First Aid is available at OHC department across our factories/depots and offices. Health monitoring plan for our employees where periodical checks and emergency preliminary response/ First Aid is available all across our factories/depots and offices. Eye check-up, pulmonary function test, audiometry test, blood examination, Chest X-ray, ECG, etc. are conducted for all the employees.

Entire workforce and their families are double vaccinated. To handle the pandemic situation, all our OHCs have been equipped with medical grade Oxygen Concentrators and COVID-19 Care KIT.

During the Covid-19 pandemic, our Puducherry plant have supported 1200 families in and around the locality by providing them staple food to each such economically challenged households.

As a company and one of the largest recruiters in paint sector, local employment at the plants is focused upon helping localities to earn their livelihood. At local schools, projects have been taken up for making necessary arrangements towards proper sanitation and also installation of drinking water facilities.

13. Number of Complaints on the following made by employees and workers:

	FY 22-23 (Current Financial Year)			FY 21-22 (Previous Financial Year)		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working Conditions	Nil	Nil	-	Nil	Nil	-
Health & Safety	Nil	Nil	-	Nil	Nil	-

14. Assessments for the year:

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Health and safety practices	100% covered by Internal and External Auditors (DISH Inspectors, TUV Nord India Pvt Ltd., Ms Cholamandalam Risk Services, Ms Consultivo Business Solution, Ms IND Safe Risk consulting, M/s Elion, M/s Anubhav Fire Safety, M/s Excel EHS Services, MSD Consultancy etc. )
Working Conditions	100% covered by Internal and External Auditors (DISH Inspectors, TUV Nord India Pvt Ltd., Ms Cholamandalam Risk Services, Ms Consultivo Business Solution, Ms. IND Safe Risk consulting, M/s Elion, M/s Anubhav Fire Safety, M/s Excel EHS Services, MSD Consultancy etc.)

15. Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks / concerns arising from assessments of health & safety practices and working conditions.

Significant risks/concerns arising from assessments of health & safety practices are mitigated and preventive measures are put in place along with horizontal deployment as necessary. These are recorded on the company's internal portal which is accessible to all plants and any CAPA/KAIZEN which is uploaded on this portal is horizontally deployed at all locations as applicable.

Corrective action for any safety related concern is being addressed through detailed incident investigation report based on which Management committee reviews the specific concern for relevant actions such as Installation of safety devices, monitoring and assessment procedures, if required the activity is suspended until proper measures are ensured.

To address significant risks and concerns arising from assessments of health & safety practices and working conditions following measures are in place

- Developing a comprehensive Health & Safety Management System (HSMS) to ensure that all employees are aware of their responsibilities and the risks associated with their work.
- Establishing a Health & Safety Committee to review and monitor safety performance and ensure that any risks and concerns are addressed.
- Introducing a range of safety training programmes to ensure that all employees are aware of their responsibilities and the risks associated with their work.
- Implementing a range of safety initiatives to reduce the risk of accidents and injuries, such as ensuring proper Personal Protective Equipment (PPE) compliance and the use of safety signage and warning systems.
- Carrying out regular risk assessments to identify any potential hazards and take appropriate action to reduce or eliminate them.
- Working with external health and safety consultants to review and update safety policies and procedures.
- Establishing a safety culture within the organisation to ensure that safety is given the highest priority.

Taking learnings from the Styrene gas leakage in Vizag, additional safety POKA-YOKE measures were put for monomer handling



at the units like 5 Tier safety system for unloading of monomers, regular testing of polymerisation, automatic changeover for chilling units, alarm and visual indication for styrene tank temperature, etc.

The fire which broke at our Howrah based unit was also taken as a learning and for all Air conditioning units at other factories were ensured to be of FLP type with automatic changeover relay between two units and continuous room temperature monitoring with SMS detection features.

Similar to this the accident which occurred at our Jejuri plant invoked many further safety measures to ensure that systems are mistake proofed for any human error. Ball Mill interlock for charging was innovatively developed and deployed at all locations with existing controls for static discharging and administrative control over deploying workers inside factory & visual identification based access control to work being deployed.

**Leadership Indicators**

1. Does the entity extend any life insurance or any compensatory package in the event of death of (A) Employees (Y/N) - Yes (B) Workers (Y/N) - Yes.

2. Provide the measures undertaken by the entity to ensure that statutory dues have been deducted and deposited by the value chain partners.

Regular audits are done at the third party service providers end as to whether statutory compliance have been done and reimbursement/ payment is done based on production of evidence on compliances made.

3. Provide the number of employees/workers having suffered high consequence work-related injury/ill-health/fatalities (as reported in Question 11 of Essential Indicators above), who have been are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment:

	Total no. of affected employees/workers		No. of employees/workers that are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment	
	FY 22-23 (Current Financial Year)	FY 21-22 (Previous Financial Year)	FY 22-23 (Current Financial Year)	FY 21-22 (Previous Financial Year)
Employees	2	0	1	0
Workers	21	0	17	0

4. Does the entity provide transition assistance programs to facilitate continued employability and the management of career endings resulting from retirement or termination of employment? (Yes/ No) - Yes.

5. Details on assessment of value chain partners:

	% of value chain partners (by value of business done with such partners) that were assessed
Health and safety practices	NIL
Working Conditions	NIL

6. Provide details of any corrective actions taken or underway to address significant risks/concerns arising from assessments of health and safety practices and working conditions of value chain partners.

NIL

**PRINCIPLE 4: Businesses should respect the interests of and be responsive to all its stakeholders**

**Essential Indicators**

1. Describe the processes for identifying key stakeholder groups of the entity.

The internal and external groups/bodies whose activities, participation and aspirations are integral to the business and have significant impact on the operations of Berger Paints India Limited, are regarded as key stakeholder groups and have been identified accordingly.

2. List stakeholder groups identified as key for your entity and the frequency of engagement with each stakeholder group.

Stakeholder Group	Whether identified as Vulnerable & Marginalized Group (Yes/No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of engagement (Annually/ Half yearly/ Quarterly / others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
1.Shareholder	NO	Done through Annual General Meeting/ Stock Exchange Disclosures/ Half yearly Results Publication/Quarterly Results Publication/ Complaints and Resolutions.	AGM- Annual H/ Y Results- Half yearly Q/ Y Results- Quarterly Others - Factory visits	Financial Results, Dividends, financial Stability, Significant changes in shareholding, ESG practices, climate change risks, cyber risks, growth prospects
2.Employees	NO	Done through MDs communications, various HOD Communications including apprising of HR practices, KRA reviews, team meetings, performance appraisals, union meetings, wellness initiatives, Grievance Mechanism Functioning, email, intranet, websites, poster campaigns, house magazines, confluence, circulars, quarterly publication, newsletters.	Ongoing, year round process.	Performance analysis and career path setting, innovation, operational efficiencies, improvement areas, long-term strategy plans, training and awareness, responsible marketing, brand communication, health, safety and engagement initiative, ESG awareness.
3.Customers	NO	Through distributor, retailer, direct customer, achievers' meets, senior leader and customer meets / visits, customer plant visits, focus group discussion, trade body membership, complaints management, helpdesk, website, conferences, information on changes, customer surveys, excursions, frequent business meets and travels.	Ongoing, year round process.	Product quality and availability, responsiveness to needs, increase of sales targets, business responsibility guidelines.
4.Suppliers/ Partners	NO	Prequalification / vetting, communication and partnership meets, plant visits, MoU and framework agreements, online training, meets, contract management / review, product workshops / on site presentations, satisfaction surveys, help desks.	Ongoing, year round process.	Quality, timely delivery and payments, ESG consideration (sustainability, safety checks, compliances, ethical behaviour), ISO and OHSAS standards, Introduction of ESG qualities.
5.Government	NO	Advocacy meetings with local / state / national government ministries, authorities, seminars, media releases, Taxation related meetings	Ongoing, year round process.	Compliance with ESG practices (frameworks for sustainability and beyond compliance changes in regulatory frameworks, skill and capacity building, employment, environmental measures), policy advocacy, timely contribution to exchequer.
6.Communities	YES	Community visits and projects, partnership with local charities, volunteerism, seminars / conferences.	Ongoing	Waste management, integrated water management, clean water, climate change impacts, community development, self-sustainability, livelihood support, disaster relief, support of the United Nations Sustainable Development Goals (UN SDGs) building capacity of future leaders, digital ecosystem development



**Leadership Indicators**

1. Provide the processes for consultation between stakeholders and the Board on economic, environmental, and social topics or if consultation is delegated, how is feedback from such consultations provided to the Board.

The company has engaged with customers and suppliers on matters of human rights Ethics and business values in a robust forum of discussion. The feedback has been positive but no discernible suggestions have yet emerged for consideration.

2. Whether stakeholder consultation is used to support the identification and management of environmental, and social topics (Yes / No). If so, provide details of instances as to how the inputs received from stakeholders on these topics were incorporated into policies and activities of the entity.

Yes, the company has commenced the process and worthwhile suggestions, if any will be incorporated on merit.

3. Provide details of instances of engagement with, and actions taken to, address the concerns of vulnerable/marginalized stakeholder groups.

Not Applicable

**PRINCIPLE 5 Businesses should respect and promote human rights**

**Essential Indicators**

1. Employees and workers who have been provided training on human rights issues and policy(ies) of the entity, in the following format:

Category	FY 22-23 Current Financial Year			FY 21-22 Previous Financial Year		
	Total (A)	No. of employees / workers covered (B)	% (B / A)	Total (C)	No. of employees / workers covered (D)	% (D / C)
<b>Employees</b>						
Permanent	2973	1825	61.3	2874	Nil	Nil
Other than permanent	4909	Nil	Nil	783	Nil	Nil
<b>Total Employees</b>	<b>7882</b>	<b>1825</b>	<b>23.2</b>	<b>3657</b>	<b>Nil</b>	<b>Nil</b>
<b>Workers</b>						
Permanent	1115	376	33.72	1057	Nil	Nil
Other than permanent	2819	Nil	Nil	2175	Nil	Nil
<b>Total Workers</b>	<b>3934</b>	<b>376</b>	<b>9.56</b>	<b>3232</b>	<b>Nil</b>	<b>Nil</b>

2. Details of minimum wages paid to employees and workers, in the following format:

Category	FY 22-23 Current Financial Year					FY 21-22 Previous Financial Year				
	Total (A)	Equal to Minimum Wage		More than Minimum Wage		Total (D)	Equal to Minimum Wage		More than Minimum Wage	
		No. (B)	% (B / A)	No. (C)	% (C / A)		No. (E)	% (E / D)	No. (F)	% (F / D)
<b>Employees</b>										
<b>Permanent</b>										
Male	2915	*NA	*NA	2915	100	2810	*NA	*NA	2810	100
Female	58	*NA	*NA	58	100	64	*NA	*NA	64	100
<b>Other than Permanent</b>										
Male	4687	2355	50.2	2332	50	783	*NA	*NA	*NA	*NA
Female	222	96	43.2	126	57	0	*NA	*NA	*NA	*NA
<b>Workers</b>										
<b>Permanent</b>										
Male	1096	*NA	*NA	1096	100	1042	*NA	*NA	1042	100
Female	19	*NA	*NA	19	100	15	*NA	*NA	15	100
<b>Other than Permanent</b>										
Male	2738	1820	66.4	918	33.53	2175	1880	86.43	295	13.57
Female	81	67	82.7	14	17.29	65	38	58.46	27	41.54

\* Not Applicable

3. Details of remuneration/salary/wages, in the following format:

	Male		Female	
	Number	Median remuneration/ salary/ wages of respective category	Number	Median remuneration/ salary/ wages of respective category
Board of Directors (BoD)	8	10,00,000	2	36,01,534
Key Managerial Personnel	3	1,55,27,556	0	0
Employees other than BoD and KMP	3731	43,12,028	76	36,66,626
Workers	280	7,86,523	1	4,94,851

4. Do you have a focal point (Individual/ Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business? (Yes/No)

No individual or committee has been tasked with this responsibility. Such matters are dealt by Human Resource Department.

5. Describe the internal mechanisms in place to redress grievances related to human rights issues.

The Company has framed a comprehensive HR Policy and all grievances relating to Employees are dealt in a fair and transparent manner based on the provisions mentioned in the said policy.

6. Number of Complaints on the following made by employees and workers:



	FY 22-23 Current Financial Year			FY 21-22 Previous Financial Year		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Sexual Harassment	Nil	Nil	Nil	Nil	Nil	Nil
Discrimination at workplace	Nil	Nil	Nil	Nil	Nil	Nil
Child Labour	Nil	Nil	Nil	Nil	Nil	Nil
Forced Labour/Involuntary Labour	Nil	Nil	Nil	Nil	Nil	Nil
Wages	Nil	Nil	Nil	Nil	Nil	Nil
Other human rights related issues	Nil	Nil	Nil	Nil	Nil	Nil

- Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases. Any such matters are referred to Human Resource Department for appropriate action.
- Do human rights requirements form part of your business agreements and contracts? (Yes/No) Yes
- Assessments for the year:

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Child labour	Nil
Forced/involuntary labour	Nil
Sexual harassment	Nil
Discrimination at workplace	Nil
Wages	Nil
Others – please specify	Nil

Not done by any external party. Internal assessment is done.

- Provide details of any corrective actions taken or underway to address significant risks/concerns arising from the assessments at Question 9 above. Not Applicable

#### Leadership Indicators

- Details of a business process being modified/introduced as a result of addressing human rights grievances/complaints. No such case warranted action.
- Details of the scope and coverage of any Human rights due-diligence conducted. Constant vigilance is carried out by Factory and Office personnel throughout the year.
- Is the premise/office of the entity accessible to differently abled visitors, as per the requirements of the Rights of Persons with Disabilities Act, 2016? No
- Details on assessment of value chain partners:

	% of value chain partners (by value of business done with such partners) that were assessed
Sexual Harassment	The company has just undertaken Value Chain Outreach in 22-23, disseminating information on ESG matters and encouraging the latter to walk the ESG path. The matter of assessment will take place some place time in 23-24 to understand how much ESG factor has been adopted.
Discrimination at workplace	
Child Labour	
Forced Labour/Involuntary Labour	
Wages	
Others – please specify	

- Provide details of any corrective actions taken or underway to address significant risks/concerns arising from the assessments at Question 4 above. Not Applicable

#### PRINCIPLE 6: Businesses should respect and make efforts to protect and restore the environment

##### Essential Indicators

- Details of total energy consumption (in Joules or multiples) and energy intensity, in the following format:

Parameter	FY 22-23 (Current Financial Year)	FY 21-22 (Previous Financial Year)
Total electricity consumption (A)	12,63,70,595 MJ	12,28,60,544 MJ
Total fuel consumption (B)	22,89,62,302 MJ	17,92,47,164.79 MJ
Energy consumption through other sources (C)	2,39,08,147 MJ	1,77,22,371.6 MJ
<b>Total energy consumption (A+B+C)</b>	<b>37,92,41,044 MJ</b>	<b>31,98,30,080 MJ</b>
Energy intensity per rupee of turnover (Total energy consumption/ turnover in rupees)	40,043.95	33,770.76
Energy intensity (optional) – the relevant metric may be selected by the entity	-	-

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. No

- Does the entity have any sites/facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any. No
- Provide details of the following disclosures related to water, in the following format:

Parameter	FY 22-23 (Current Financial Year)	FY 21-22 (Previous Financial Year)
<b>Water withdrawal by source (in kilolitres)</b>		
(i) Surface water	92356	80081.3
(ii) Groundwater	300375	315626
(iii) Third party water	8512	8895
(iv) Seawater/desalinated water	-	-
(v) Others	5373	2635
Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	406616	407237.3





Parameter	FY 22-23 (Current Financial Year)	FY 21-22 (Previous Financial Year)
Total volume of water consumption (in kilolitres)	404321	404809.3
Water intensity per rupee of turnover (Water consumed / turnover)	0.000004	0.000005
Water intensity (optional) – the relevant metric may be selected by the entity	-	-

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. N

4. Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation. Yes, 40% manufacturing locations have been covered and operating successfully. Two more plants will be covered with ZLD installations by FY 23-24.

5. Please provide details of air emissions (other than GHG emissions) by the entity, in the following format:

Parameter	Please specify unit	FY 22-23 (Current Financial Year)	FY 21-22 (Previous Financial Year)
NOx	mg/m3 (Average)	29.780	24.845
SOx	mg/m3 (Average)	18.835	16.490
Particulate matter (PM)	mg/m3 (Average)	49.785	49.655
Persistent organic pollutants (POP)			
Volatile organic compounds (VOC)	ppm (Average)	4.900	5.201
Hazardous air pollutants (HAP)	-	-	-
Others – please specify	-	-	-

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

Yes, Envirocheck, Envirotech, Qualissure, EkoPro Aman Enviro and others as approved by local PCBs. Apart from Quarterly work place monitoring there are CPCB authorised audits from Industry experts and competent bodies which are conducted on surprise/planned basis and no non-conformance observed in last FY.

6. Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity, in the following format:

Parameter	Unit	FY 22-23 (Current Financial Year)	FY 21-22 (Previous Financial Year)
<b>Total Scope 1</b> emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 equivalent	2484.73	2259.73
<b>Total Scope 2</b> emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 equivalent	29837.5	29008.74
<b>Total Scope 1 and Scope 2 emissions per rupee of turnover</b>	-	0.0000003	0.0000004
<b>Total Scope 1 and Scope 2 emission intensity</b> (optional) – the relevant metric may be selected by the entity	-	-	-

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. N

7. Does the entity have any project related to reducing Green House Gas emission? If Yes, then provide details.

Project Name	Project Cost (INR)	When implemented	Cost Benefit (INR)	GHG Emission reduction in FY 22-23
Bio-Briquette Installation - Puducherry	1.1 Crores	2015	-	383.26 MT
Roof Top Solar Power Plant - Puducherry	3.32 Crores	July-22	-	175.8 MT
Bio-Briquette Installation - Goa	3.53 Crores	Oct-21	1.3 Crores	209.3 MT
Roof Top Solar Power Plant - Goa	2.05 Crores	Dec-21	51.0 Lacs	496.3 MT
Bio-Briquette Installation - Rishra	1.5 Crores	Feb-20	1.0 Crores	387.7 MT
Roof Top Solar Power Plant - Rishra	1.9 Crores	Jun-21	81.54 Lacs	443.1 MT
Bio-Briquette Installation - Jammu	2.0 Lacs	Apr-22	23.32 Lacs	1108.4 MT
Roof Top Solar Power Plant – Jammu	2.21 Crores	Dec-22	4.73 Lacs	103.63 MT
Bio-Briquette Installation – Jejuri	1.63 Crores	Oct-20	-	371.5 MT
Roof Top Solar Power Plant – Jejuri	3.1 Crores	Mar-21	-	932.4 MT
Roof Top Solar Power Plant – Hindupur	3.65 Crores	Feb-20	1.2 Crores	1219.7 MT
Bio-Briquette Installation – Naltali	-	May-18	-	252.3 MT
Roof Top Solar Power Plant – Naltali	1.8 Crores	Oct-20	76 Lacs	339.5 MT
Bio-Briquette Installation – Sandila	1.02 Crores	Feb-23	-	29.1 MT
Roof Top Solar Power Plant – Sandila	6.89 Crores	Oct-22	-	366.16 MT
Roof Top Solar Power Plant – Hindupur	3.53 Crores	Aug-21	96.56 Lacs / Annum	1110.14 MT
Roof Top Solar Power Plant – Sikandrabad	1.35 Crores	June'21	25.15 Lacs / Annum	246.11 MT
Roof Top Solar Power Plant – Assam -Nalbari	0.95 Crores	June'21	15.50 Lacs / Annum	212.23 MT
PNG (Cleaner Fuel) System for Operation of Thermopac & Steam Boiler at Sikandrabad	0.56 Crores	Mar'22	Cleaner Fuel having very less carbon emission and PM	43.8 MT
DUAL FUEL KIT PNG OPERATION FOR DG SET (Cleaner Fuel) at Sikandrabad	0.06 Crores	Sep'22	Cleaner Fuel having very less carbon emission and PM (Saving 2.5 Lacs / Annum)	0.42 MT
<b>Total</b>				<b>8430.85 MT</b>



8. Provide details related to waste management by the entity, in the following format:

Parameter	FY 22-23 (Current Financial Year)	FY 21-22 (Previous Financial Year)
<b>Total Waste generated (in metric tonnes)</b>		
Plastic waste (A)	124.630	99.570
E-waste (B)	4.000	1.000
Bio-medical waste (C)	0.008	0.007
Construction and demolition waste (D)	0.000	0.000
Battery waste (E)	4.000	2.000
Radioactive waste (F)	0.000	0.000
Other Hazardous waste. Please specify, if any. (G)	2301.880	2840.092
Other Non-hazardous waste generated (H). Please specify, if any. (Break-up by composition i.e. by materials relevant to the sector)	2278.280	1947.763
<b>Total (A + B + C + D + E + F + G + H)</b>	<b>4711.799</b>	<b>4890.425</b>
<b>For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)</b>		
<b>Category of waste</b>		
(i) Recycled	942.358	700.881
(ii) Re-used	308.596	117.685
(iii) Other recovery operations	47.027	42.051
<b>Total</b>	<b>1297.98</b>	<b>859.62</b>
<b>For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)</b>		
<b>Category of waste</b>		
(i) Incineration	5.000	8.000
(ii) Landfilling	264.000	268.920
(iii) Other disposal operations	3548.818	3550.890
<b>Total</b>	<b>3816.818</b>	<b>3827.810</b>

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. N

9. Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your company to reduce usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes.

Company has launched a project WOW (War On Waste) under Manufacturing excellence umbrella which aims at 4R (Reduce, Reuse, Recycle, Recreate) under which reduction of waste at source, Sticky loss recovery, powder RM reuse in batches and recreate a usable RM from waste is being done and system is set in place to monitor the process and ensure that no such material sent out as waste.

For filling operation all our plants have shifted towards use of automatics machines, where the chance of spillage is very less. Excess/less filling is stopped which could result in product rejection due to tinting.

Defect prevention is targeted in products through RFT (Right First Time) implementation to minimize process waste generation.

Washing solvent generated from washing of equipment is being reused in subsequent production batches. Spent solvent is reused for cleaning purpose and after multiple such uses, fresh solvent is recovered in-house from waste solvent through distillation process. The recovered fresh solvent is recycled into paint manufacturing process related activities. '19th barrel syndrome' – project taken to limit generation of washing solvent at plant so within 18 barrels washing solvent generated gets reused in washing.

Barrels used for production and storage purposes are re-used - another step towards Carbon Footprint reduction.

Plastic waste from raw material packaging and damaged packaging material is sent to an authorised plastic recycler. Under Plastic Waste management rules, Berger Paints has established action plan as per our EPR obligations and carried out the compliance for recycling with company appointed WMA (Waste Management Agencies). Also, recycled plastic content is used in our product packaging which ensured that use of virgin plastic can be reduced.

Waste generated inside the plant is being collected and disposed through approved Cement plants for co-processing.

Powder collected from Dust extraction system is reused in making economy grade products.

Project JAL has been taken ahead by the plants to curb wastage of water and which has helped to save on an average of 2.88 lac Litres of water daily.

Through Project PARAGON our in-transit damages have reduced significantly causing lesser harm to environment and better storage condition at the depots.

We have also implemented a number of waste reduction initiatives, such as reducing packaging, using recycled materials, and encouraging employees to reduce their own waste. We have implemented a number of waste recycling programs, such as paper, plastic, Container segregation and its best utilization. These initiatives help us to reduce our environmental impact and ensure that our products and processes are safe and sustainable.

10. If the entity has operations/offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) where environmental approvals/clearances are required, please specify details in the following format:

None are located in ecologically sensitive areas and hence not applicable

S. No.	Location of operations/offices	Type of operations	Whether the conditions of environmental approval / clearance are being complied with? (Y/N) If no, the reasons thereof and corrective action taken, if any.
-	-	-	-
-	-	-	-

11. Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year:

Name and brief details of project	EIA Notification No.	Date	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/No)	Relevant Web link
Sandila Project, UP	S.O. 1533 (E) dated 14.09.2006	21.02.2022	Yes	Yes	<a href="https://www.bergerpaints.com/about-us/new-projects.html">https://www.bergerpaints.com/about-us/new-projects.html</a>
Panagarh Project, WB	S.O. 1533 (E) dated 14.09.2006	20.04.2022	Yes	No	Not Available



12. Is the entity compliant with the applicable environmental law/ regulations/ guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, Environment protection act and rules thereunder (Y/N). If not, provide details of all such non-compliances, in the following format:

S. No.	Specify the law / regulation / guidelines which was not complied with	Provide details of the non-compliance	Any fines / penalties / action taken by regulatory agencies such as pollution control boards or by courts	Corrective action taken, if any
1	Water (Prevention and Control of Pollution) Act	None	None	NA
2	Air (Prevention and Control of Pollution) Act	None	None	NA
3	Environment Protection Act	None	None	NA

**Leadership Indicators**

1. Provide break-up of the total energy consumed (in Joules or multiples) from renewable and non-renewable sources, in the following format:

Parameter	FY 22-23 (Current Financial Year)	FY 21-22 (Previous Financial Year)
<b>From renewable sources</b>		
Total electricity consumption (A)	2,39,08,147 MJ	1,77,22,371.6 MJ
Total fuel consumption (B)	12,43,70,049.7 MJ	7,77,41,822.8 MJ
Energy consumption through other sources (C)	0	0
<b>Total energy consumed from renewable sources (A+B+C)</b>	<b>14,82,78,197 MJ</b>	<b>9,54,64,194.4 MJ</b>
<b>From non-renewable sources</b>		
Total electricity consumption (D)	12,63,70,595 MJ	12,28,60,544 MJ
Total fuel consumption (E)	7,36,95,358.85 MJ	7,83,60,146.8 MJ
Energy consumption through other sources (F)	3,08,96,893.7 MJ	2,31,45,195.3 MJ
<b>Total energy consumed from non-renewable sources (D+E+F)</b>	<b>23,09,62,848 MJ</b>	<b>22,43,65,886 MJ</b>

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. No

2. Provide the following details related to water discharged:

Parameter	FY 22-23 (Current Financial Year)	FY 21-22 (Previous Financial Year)
<b>Water discharge by destination and level of treatment (in kilolitres)</b>		
(i) To Surface water	Nil	Nil
- No treatment	Nil	Nil
- With treatment – please specify level of treatment	8668.25	118562
(ii) To Groundwater	Nil	Nil
- No treatment	Nil	Nil
- With treatment – please specify level of treatment	Nil	Nil

Parameter	FY 22-23 (Current Financial Year)	FY 21-22 (Previous Financial Year)
(iii) To Sea water	Nil	Nil
- No treatment	Nil	Nil
- With treatment – please specify level of treatment	Nil	Nil
(iv) Sent to third-parties	Nil	Nil
- No treatment	Nil	Nil
- With treatment – please specify level of treatment	2855	3547
(v) Others	Nil	Nil
- No treatment	Nil	Nil
- With treatment – please specify level of treatment	32047	29454
<b>Total water discharged (in kilolitres)</b>	<b>43570.25</b>	<b>151563</b>

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. No

3. Water withdrawal, consumption and discharge in areas of water stress (in kilolitres):

For each facility / plant located in areas of water stress, provide the following information:

- (i) Name of the area – Berger Paints, Hindupur
- (ii) Nature of operations – Liquid Paints Manufacturing
- (iii) Water withdrawal, consumption and discharge in the following format:

Parameter	FY 22-23 (Current Financial Year)	FY 21-22 (Previous Financial Year)
<b>Water withdrawal by source (in kilolitres)</b>		
(i) Surface water	40656	37862
(ii) Groundwater	Nil	Nil
(iii) Third party water	3640	1765
(iv) Seawater / desalinated water	Nil	Nil
(v) Others	38	1975
<b>Total volume of water withdrawal (in kilolitres)</b>	<b>44334</b>	<b>41602</b>
<b>Total volume of water consumption (in kilolitres)</b>	<b>44334</b>	<b>41602</b>
<b>Water intensity per rupee of turnover (Water consumed/turnover)</b>	<b>4.68</b>	<b>4.39</b>
<b>Water intensity (optional) – the relevant metric may be selected by the entity</b>	-	-
<b>Water discharge by destination and level of treatment (in kilolitres)</b>		
(i) To Surface water	Nil	Nil
- No treatment	Nil	Nil
- With treatment – please specify level of treatment	Nil	Nil
(ii) To Groundwater	Nil	Nil
- No treatment	Nil	Nil
- With treatment – please specify level of treatment	Nil	Nil
(iii) To Seawater	Nil	Nil
- No treatment	Nil	Nil
- With treatment – please specify level of treatment	Nil	Nil



Parameter	FY 22-23 (Current Financial Year)	FY 21-22 (Previous Financial Year)
(iv) Sent to third-parties	Nil	Nil
- No treatment	Nil	Nil
- With treatment – please specify level of treatment	Nil	Nil
(v) Others (ZLD/Gardening/Firewater tank top-up/process)	Nil	Nil
- No treatment	Nil	Nil
- With treatment – please specify level of treatment	4235	5739
<b>Total water discharged (in kilolitres)</b>	<b>4235</b>	<b>5739</b>

Note: Indicate if any independent assessment/evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. Yes, Environ India

Name of the area – British Paints, Hindupur

(ii) Nature of operations – Liquid Paints Manufacturing

(iii) Water withdrawal, consumption and discharge in the following format:

Parameter	FY 22-23 (Current Financial Year)	FY 21-22 (Previous Financial Year)
<b>Water withdrawal by source (in kilolitres)</b>		
(i) Surface water	Nil	Nil
(ii) Groundwater	17073	14650
(iii) Third party water	Nil	Nil
(iv) Seawater / desalinated water	Nil	Nil
(v) Others	476	1910
<b>Total volume of water withdrawal (in kilolitres)</b>	<b>17549</b>	<b>16560</b>
<b>Total volume of water consumption (in kilolitres)</b>	<b>16353</b>	<b>15988</b>
<b>Water intensity per rupee of turnover (Water consumed/turnover)</b>	<b>1.73</b>	<b>1.69</b>
<b>Water intensity (optional) – the relevant metric may be selected by the entity</b>	-	-
(i) To Surface water	Nil	Nil
- No treatment	Nil	Nil
- With treatment – please specify level of treatment	720	572
(ii) To Groundwater	Nil	Nil
- No treatment	Nil	Nil
- With treatment – please specify level of treatment	Nil	Nil
(iii) To Seawater	Nil	Nil
- No treatment	Nil	Nil
- With treatment – please specify level of treatment	Nil	Nil
(iv) Sent to third-parties	Nil	Nil
- No treatment	Nil	Nil
- With treatment – please specify level of treatment	Nil	Nil
(v) Others (ZLD/Gardening/Firewater tank top-up/process)	Nil	Nil
- No treatment	Nil	Nil
- With treatment – please specify level of treatment	Nil	Nil
<b>Total water discharged (in kilolitres)</b>	<b>720</b>	<b>572</b>

Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency. Yes, Environ India

Name of the area – British Paints, Sikandrabad

(ii) Nature of operations – Liquid Paints Manufacturing

(iii) Water withdrawal, consumption and discharge in the following format:

Parameter	FY 22-23 (Current Financial Year)	FY 21-22 (Previous Financial Year)
<b>Water withdrawal by source (in kilolitres)</b>		
(i) Surface water	Nil	Nil
(ii) Groundwater	16059	19039
(iii) Third party water	Nil	Nil
(iv) Seawater / desalinated water	Nil	Nil
(v) Others	Nil	Nil
<b>Total volume of water withdrawal (in kilolitres)</b>	<b>16059</b>	<b>19039</b>
<b>Total volume of water consumption (in kilolitres)</b>	<b>15785</b>	<b>18271</b>
<b>Water intensity per rupee of turnover (Water consumed / turnover)</b>	<b>1.67</b>	<b>1.98</b>
<b>Water intensity (optional) – the relevant metric may be selected by the entity</b>	-	-
<b>Water discharge by destination and level of treatment (in kilolitres)</b>		
(i) To Surface water	Nil	Nil
- No treatment	Nil	Nil
- With treatment – please specify level of treatment	750	768
(ii) To Groundwater	Nil	Nil
- No treatment	Nil	Nil
- With treatment – please specify level of treatment	Nil	Nil
(iii) To Seawater	Nil	Nil
- No treatment	Nil	Nil
- With treatment – please specify level of treatment	Nil	Nil
(iv) Sent to third-parties	Nil	Nil
- No treatment	Nil	Nil
- With treatment – please specify level of treatment	Nil	Nil
(v)Others (ZLD/Gardening/Firewater tank top-up/process)	Nil	Nil
- No treatment	Nil	Nil
- With treatment – please specify level of treatment	Nil	Nil
<b>Total water discharged (in kilolitres)</b>	<b>750</b>	<b>768</b>

4. Please provide details of total Scope 3 emissions and its intensity, in the following format:

Parameter	Unit	FY 22-23 (Current Financial Year)	FY 21-22 (Previous Financial Year)
<b>Total Scope 3 emissions</b> (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 equivalent	NA*	NA*
<b>Total Scope 3 emissions per rupee of turnover</b>	-	NA*	NA*
<b>Total Scope 3 emission intensity (optional) – the relevant metric may be selected by the entity</b>	-	-	-



Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

**\*The Company has not carried out computation of Scope 3 emissions for the current year.**

5. With respect to the ecologically sensitive areas reported at Question 10 of Essential Indicators above, provide details of significant direct & indirect impact of the entity on biodiversity in such areas along-with prevention and remediation activities. Not Applicable
6. If the entity has undertaken any specific initiatives or used innovative technology or solutions to improve resource efficiency, or reduce impact due to emissions / effluent discharge / waste generated, please provide details of the same as well as outcome of such initiatives, as per the following format:

Sr. No	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary)	Outcome of the initiative
1	Zero Liquid Discharge System	From the Effluent Treatment Plants installed at all of our Units, the treated water was earlier released after the characteristics of the effluent water were met as per the PCB recommendation but, to recycle & reuse that water & thereby, to reduce the water consumption of the Units, we have also installed ZLD (Zero Liquid Discharge) systems at applicable units which consists of various Filtration units along with RO module & MEE (Multiple Effect Evaporator). After treating the effluent water coming from ETP, through ZLD system, this water is used for domestic & industrial utility application.	1) Zero discharge of liquid effluent & reuse of the same after treatment. 2) Reduction of Water consumption
2	Effluent Treatment Plants in all Berger Units, with Activated Sludge Process & Tertiary Treatment.	Essentially, the paints manufacturing process, as such, does not directly generate any wastewater streams to cause any water pollution. However, at a typical paints manufacturing facility, the wastewater streams generated from the operations include those from equipment cleaning/reactor washing and from the support utilities. These waste water are collected from their respective point of generation & transferred to the ETP's with Activated Sludge Process & Tertiary Treatment, where these are treated to maintain level for certain parameters like BOD, COD, TDS, TSS etc. within the limits prescribed by the PCB.	Reduction of BOD, COD, TSS etc. to the maximum extent in the treated water, to maintain the same within the prescribed limit of PCB.
3	Usage of Bio-Fuel instead of Diesel for the Thermic Fluid Heaters of Resin Plants.	In the Resin Plants, Thermic Fluid Heaters are used to supply process heat to the Reactors. Earlier we used Diesel as the fuel for this Thermic Fluid Heaters but now we have replaced the Diesel fired Heaters by Bio-fuel fired Heaters like use of Ground nut pellets, cashew nuts pellets, Sugarcane baggase, etc. with fully automatic closed loop charging system. Bio-fuel being much greener fuel compared to Diesel, the Carbon foot print & Green House gas emission has reduced dramatically, apart from the huge monetary savings obtained.	1) Reduction of huge amount carbon foot print. 2) Reduction of Green House gas emission.
4	Usage of PNG (CLEANER –Fuel) instead of LSHS for the Thermic Fluid Heaters of Resin Plants and DUAL Fuel KIT PNG Based for operation of DG Set	1. PNG Cleaner Fuel has been used by replacing LSHS /HSD/ FO Pollutant Fuel earlier being used for operation of Resin Thermopac, which is much cleaner fuel means that it produces fewer emissions and pollutants when burned. This helps to reduce air pollution and improve air quality. 2. PNG is also more efficient than LSHS, meaning that it requires less fuel to generate the same amount of heat. This can result in lower operating costs for the thermic fluid heater. 3. PNG is also a safer fuel than LSHS, as it is non-toxic and lighter than air. This reduces the risk of fire and other accidents in the workplace. 4. Finally, PNG is a more sustainable fuel than LSHS, as it is derived from Fossils fuels and very cleaner fuel not left any residue .This helps to reduce the environmental impact of the thermic fluid heater.	1) Reduction of huge amount carbon foot print. 2) Reduction of Green House gas emission.

Sr. No	Initiative undertaken	Details of the initiative (Web-link, if any, may be provided along-with summary)	Outcome of the initiative
5	Usage of energy efficient, automatic Dust Extraction systems in Paint Plants	During manufacturing of Paints, Putty & allied products, lot of dusts are generated inside shop floor during Powder Raw material charging in the equipment, which is not hygienic for the shop floor environment. To arrest the same, we have implemented automatic, energy efficient Dust Extraction systems along with suitable Bag Filters to control the Dust emission to the atmosphere also within the prescribed limit of PCB.	1) Clean shop floor environment 2) Controlled Dust emission within the prescribed limit by PCB.
6	Usage of energy efficient, automatic Fume Extraction systems in Resin Plants	During manufacturing of Resins, at different stages of the process, fumes are generated during charging of Raw Materials, which makes the environment difficult for the operators. To capture these fumes, we have installed automatic, energy efficient Fume Extraction systems in all of our Resin Plants along with Counter Current Water Scrubber. The effluent water from the Scrubber is sent to ETP for further treatment.	1) Reduced VOC levels in the shop floor. 2) Healthy Work environment.
7	Project JAL	Taken across all our units with target to reduce our ETP intake water by 50% through re-using measures, arresting leakages and spread awareness on less wastage of water and proper accounting.	1) 2.88 Lac Litres of water saved daily 2) No need to enhance ETP capacity with increase in production load
8	Installation of Roof Top Solar Power Plant	<a href="https://www.bergerpaints.com/investors/annual-reports.html">https://www.bergerpaints.com/investors/annual-reports.html</a>	66,41,152 kWh generated in FY 22-23
9	Many products have been developed with zero heavy metal content.	<a href="https://www.bergerpaints.com/investors/annual-reports.html">https://www.bergerpaints.com/investors/annual-reports.html</a> <a href="https://www.bergerpaints.com/about-us/green-horizon.html">https://www.bergerpaints.com/about-us/green-horizon.html</a>	Lead, Chrome, Mercury Free products

7. Does the entity have a business continuity and disaster management plan? Give details in 100 words/web link.

Yes, the entity has a business continuity and disaster management plan. This plan outlines the steps the entity will take to ensure the continuity of operations in the event of a disaster. It includes a risk assessment, a detailed plan for responding to and recovering from a disaster, and a plan for testing and maintaining the plan. The plan also includes a communication plan to ensure that employees, customers, and other stakeholders are informed of the situation and the steps that are being taken to address it. The plan is regularly updated to ensure that it is current and effective.

On site emergency plans are available and communicated to the relevant stakeholders. Mock Drills are conducted periodically as emergency preparedness plan to deal with any unforeseeable natural or man-made disaster or emergency situation.

8. Disclose any significant adverse impact to the environment, arising from the value chain of the entity. What mitigation or adaptation measures have been taken by the entity in this regard.

Not Assessed

9. Percentage of value chain partners (by value of business done with such partners) that were assessed for environmental impacts. None in the current year.



**PRINCIPLE 7: Businesses, when engaging in influencing public and regulatory policy, should do so in a manner that is responsible and transparent**

**Essential Indicators**

1. a. Number of affiliations with trade and industry chambers/associations.

- Corporate Manufacturing Excellence team has won the “Special Jury” award in CII External Regional Productivity Awards 2022.
- Berger Paints won Deloitte India’s Best Managed Companies 2021 Award.
- Corporate Engineering and VVN unit won Greentech Energy Conservation Award 2021.
- Corporate TQM won Golden Peacock Award in National Quality Competition by IOD (Institute Of Directors)
- Berger Paints won Best in Class Carbon Footprint award in the Stars of the Industry Awards -2021 by the World Manufacturing Congress.
- Corporate EHS won most prestigious Environment Protection Awards – 2021 by Greentech Foundation as Winner in the Gold Category, competing with all large Public Sector Organizations and large Multi-National Companies.

b. List the top 10 trade and industry chambers/ associations (determined based on the total members of such body) the entity is a member of/ affiliated to.

S. No.	Name of the trade and industry chambers/ associations	Reach of trade and industry chambers/ associations (State/National)
1	Bengal Chamber of Commerce and Industry (BCC & I)	State
2	Confederation of Indian Industry (CII)	National
3	Indian Paint Association (IPA)	National

2. Provide details of corrective action taken or underway on any issues related to anti-competitive conduct by the entity, based on adverse orders from regulatory authorities.

Name of authority	Brief of the case	Corrective action taken
Nil	Nil	Nil
Nil	Nil	Nil

There is no adverse order against the Company.

**Leadership Indicators**

1. Details of public policy positions advocated by the entity:

S. No.	Public policy advocated	Method resorted for such advocacy	Whether information available in public domain? (Yes/No)	Frequency of Review by Board (Annually/Half yearly/ Quarterly/Others – please specify)	Web Link, if available
-	Nil	Nil	No	Nil	-

The Company has not enunciated any public policy on its domain matter.

**PRINCIPLE 8: Businesses should promote inclusive growth and equitable development**

**Essential Indicators**

1. Details of Social Impact Assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year.

Name and brief details of project	SIA Notification No.	Date of notification	Whether conducted by independent external agency (Yes / No)	Results communicated in public domain (Yes / No)	Relevant Web link
Sandila Project, UP	As per the EIA Notification S.O. 1533 (E) dated 14.09.2006, EIA studies are being carried out. Socio Economic Impact Assessment is being carried out for criteria such as –		Yes	Yes	<a href="https://www.bergerpaints.com/about-us/new-projects.html">https://www.bergerpaints.com/about-us/new-projects.html</a>
Additional Capacity Expansion at Jejuri Plant	1. Employment to local people 2. Transportation of raw material and finished goods 3. Contribution to state and central exchequers by way of taxes and duty Social management plan is accordingly developed.		Yes	Yes	<a href="https://www.bergerpaints.com/about-us/new-projects.html">https://www.bergerpaints.com/about-us/new-projects.html</a>

2. Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity, in the following format:

None, as all projects are built up on industrial land.

S. No.	Name of Project for which R&R is ongoing	State	District	No. of Project Affected Families (PAFs)	% of PAFs covered by R&R	Amounts paid to PAFs in the FY (In INR)
-	-	-	-	-	-	-
-	-	-	-	-	-	-

3. Describe the mechanisms to receive and redress grievances of the community.

Berger Paints has a process to receive, register, assess and resolve grievances of CSR beneficiaries.

4. Percentage of input material (inputs to total inputs by value) sourced from suppliers:

	FY 22-23 Current Financial Year	FY 21-22 Previous Financial Year
Directly sourced from MSMEs/small producers	22%	15%
Sourced directly from within the district and neighbouring districts*	21%	18%

\* The input material purchases from within the same state have been considered for sourcing from within the district and neighbouring districts.

**Leadership Indicators**

1. Provide details of actions taken to mitigate any negative social impacts identified in the Social Impact Assessments (Reference: Question 1 of Essential Indicators above):



Details of negative social impact identified	Corrective action taken
There are no negative impacts. However, projects are undertaken maintaining all environmental related recommendations mentioned in the ToR report issued by competent authority.	Not applicable as there are no negative impacts.

2. Provide the following information on CSR projects undertaken by your entity in designated aspirational districts as identified by government bodies:

S. No.	State	Aspirational District	Amount spent (In INR)
1.	Andhra Pradesh	Vizianagaram	64910
2.	Assam	Barpeta	32536
3.	Bihar	Gaya	78697
4.	Bihar	Muzaffarpur	149708
5.	Bihar	Sitamarhi	48482
6.	Chhattisgarh	Korba	111727
7.	Chhattisgarh	Rajnandgaon	38976
8.	Jharkhand	Bokaro	29983
9.	Jharkhand	Chatra	70375
10.	Jharkhand	Godda	17841
11.	Jharkhand	Palamu	102094
12.	Jharkhand	Purbi Singhbhum	67401
13.	Karnataka	Raichur	3453
14.	Odisha	Dhenkanal	24166
15.	Odisha	Kalahandi	27347

3. (a) Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalized vulnerable groups? (Yes/No)-No as the Company does not have information on marginalized/vulnerable groups.
- (b) From which marginalized/vulnerable groups do you procure? The Company does not have information on marginalized/vulnerable groups.
- (c) What percentage of total procurement (by value) does it constitute? Consequent to answer in (b)- Not Available.

4. Details of the benefits derived and shared from the intellectual properties owned or acquired by your entity (in the current financial year), based on traditional knowledge:

Not Applicable, as the Company is not involved in such trade.

S. No.	Intellectual Property based on traditional knowledge	Owned/ Acquired (Yes/No)	Benefit shared (Yes / No)	Basis of calculating benefit share
-	-	-	-	-
-	-	-	-	-

5. Details of corrective actions taken or underway, based on any adverse order in intellectual property related disputes wherein usage of traditional knowledge is involved. Not Applicable

Name of authority	Brief of the Case	Corrective action taken
-	-	-
-	-	-

6. Details of beneficiaries of CSR Projects:

S. No.	CSR Project	No. of persons benefitted from CSR Projects	% of beneficiaries from vulnerable and marginalized groups
1.	iTrain	1,32,727 across all locations	Not Applicable as The Company does not have information on marginalized/vulnerable groups

**PRINCIPLE 9: Businesses should engage with and provide value to their consumers in a responsible manner**

**Essential Indicators**

1. Describe the mechanisms in place to receive and respond to consumer complaints and feedback.

The Company has established an adequate grievance redressal mechanism for the consumers which addresses customer concerns, feedbacks and complaints. The Company maintains a specific section in its website, a dedicated email id and dedicated phone numbers including a toll-free number where the customers can post their queries, grievances, suggestions, feedback for the products and/or services of the Company. Wherever required, the Company escalates the complaints to the level of business heads, regional heads/ functional heads and other concerned officials.

**Receiving Grievances**

Berger Paints has created multiple means through which affected parties can bring their grievances to the attention of the company.

- Email: [consumerfeedback@bergerindia.com](mailto:consumerfeedback@bergerindia.com)
- Post: To registered office at Berger House, 129 Park Street, Kolkata 700017
- Phone: Call Centre with multi-lingual language support at 1800 103 6030 OR phone numbers of Berger's registered office, +91 33 2229 9724/2229 6005/06/1
- Fax: Over facsimile +91 33 2249 9009/9729
- Website: <https://www.bergerpaints.com/customer-service/contact-details.html>
- Social Media: Facebook, Twitter, Instagram, Pinterest, YouTube.
- ORM Tool: The Simplify360 tool is used by the company for online listening and capturing the digital voice of various stakeholders across platforms. This allows Berger Paints the ability to identify and reach out to parties who have problems that need solving.
- Offline: Complaints can be registered with any of the company's sales offices across the country. The contact details of these offices are available on the company's website as well in the annual report and on its trade pricelists.

Information regarding the various means of reaching Berger are adequately publicized through various physical and digital means. All product packaging, promotion material, printed matter, digital resources of the company carry details of the manner in which stakeholders can escalate their grievances to the company.

**Registering Grievances**

All complaints and grievances are registered and archived digitally on Microsoft Dynamics CRM or SharePoint depending on the nature of the complaint, with a unique Service Request number and date.

The [consumerfeedback@bergerindia.com](mailto:consumerfeedback@bergerindia.com) email address is used to transmit and escalate complaints to the personnel in various functions and divisions tasked with assessing and resolving them.

The Customer Grievance Officer monitors all grievances till they are closed.



**Assess and Resolve Grievances**

**Product Complaints** - Any product complaint received by Berger Paints whether online or offline is attended to and investigated by technically competent personnel from the concerned business division. These are also logged into a SharePoint portal and details are shared with the concerned product, production and R&D team members for information and further investigation.

**Service Complaints** - A Complaint regarding service failure at any worksite are attended to and investigated by personnel from the concerned business division.

**Shareholder Issues or Complaints** - These are attended to by the secretarial and legal department in a time-bound manner.

**Dealer/Distributor Complaints** - These are attended to by the sales team members and are tracked till closure by the national head of sales.

**Service Provider (Interior Designers, Painters, Architects etc.) Complaints** - These are attended to by exclusive field teams who are deployed to service these stakeholders.

2. Turnover of products and/ services as a percentage of turnover from all products/service that carry information about:

	As a percentage to total turnover
Environmental and social parameters relevant to the product	80%
Safe and responsible usage	100%
Recycling and/or safe disposal	Nil

3. Number of consumer complaints in respect of the following:

	FY 22-23 (Current Financial Year)		Remarks	FY 21-22 Previous Financial Year)		Remarks
	Received during the year	Pending resolution at end of year		Received during the year	Pending resolution at end of year	
Data privacy	Nil	Nil	-	Nil	Nil	-
Advertising	Nil	Nil	-	3	Nil	-
Cyber-security	Nil	Nil	-	Nil	Nil	-
Delivery of essential services	NA					
Restrictive Trade Practices	Nil	Nil	-	Nil	Nil	-
Unfair Trade Practices	Nil	Nil	-	Nil	Nil	-
Other	Nil	Nil	-	Nil	Nil	-

4. Details of instances of product recalls on account of safety issues:

	Number	Reasons for recall
Voluntary recalls	Nil	Nil
Forced recalls	Nil	Nil

This is a decorative product sold on retail basis and traditionally there is a no practice of recall in such product distribution.

5. Does the entity have a framework/ policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web-link of the policy. Yes

Web-link of the Cyber Security Policy- <https://www.bergerpaints.com/resources/pdf/quality-policy/Cyber-Security-Policy.pdf>

6. Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty / action taken by regulatory authorities on safety of products/services.

As regards complaints against delivery of essential services the Company evaluates the complaints and wherever necessary resolves the same. As no one has complained on issues relating to advertising; cyber security and data privacy of customers; re-occurrence of instances of product recalls, there is no corrective action necessary.

**Leadership Indicators**

1. Channels/platforms where information on products and services of the entity can be accessed (provide web link, if available). [www.bergerpaints.com](http://www.bergerpaints.com)

2. Steps taken to inform and educate consumers about safe and responsible usage of products and/or services.

Dealers meet, Customer Complaint Resolution meets on quarterly or yearly basis to discuss about safe and responsible usage of products and/or services.

Usage instructions of the company's decorative products are available online on [www.bergerpaints.com](http://www.bergerpaints.com). The Product Data Sheet (PDS) & Material Safety Data Sheet (MSDS) for each product is also provided for the customer to access.

3. Mechanisms in place to inform consumers of any risk of disruption/discontinuation of essential services.

The Company interacts with dealers on regular basis and all changes/proposed changes in operations are communicated in a proactive basis.

4. Does the entity display product information on the product over and above what is mandated as per local laws? (Yes/No/Not Applicable) If yes, provide details in brief. Did your entity carry out any survey with regard to consumer satisfaction relating to the major products/services of the entity, significant locations of operation of the entity or the entity as a whole? (Yes/No)

Yes, a customer survey of Express Painting customers is carried out on completion of the job and customers rate the quality of the service experience, products, contractors and workmanship.

5. Provide the following information relating to data breaches:

a. Number of instances of data breaches along-with impact: Nil

b. Percentage of data breaches involving personally identifiable information of customers: Nil





**ANNEXURE - IX**

**CORPORATE GOVERNANCE**

**FOR THE YEAR ENDED 31st MARCH, 2023**

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 11\* 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 6\* 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 and is not related to the Managing Director & the Chief Executive Officer in accordance with the definition of the term “relative” defined under the Act. 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.

\* Please Refer Notes

The names and categories of the Directors on the Board at the close of business hours on 31st March, 2023, their attendance at the Board meetings held during the year under review and at the last Annual General Meeting (AGM), names 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	16	–	Relaxo Footwears Limited (Independent Director)
MR GURBACHAN SINGH DHINGRA* (DIN-00048465)	NON-EXECUTIVE VICE CHAIRMAN/ PROMOTER (NON-INDEPENDENT)	6	P	14	2 (Chairman of 1)	–
MR ABHIJIT ROY (DIN-03439064)	MANAGING DIRECTOR & CEO (NON-INDEPENDENT)	7	P	7	1	–
MS RISHMA KAUR* (DIN-00043154)	EXECUTIVE DIRECTOR (NON-INDEPENDENT, LADY DIRECTOR)	6	P	18	–	–
MR KANWARDIP SINGH DHINGRA* (DIN-02696670)	EXECUTIVE DIRECTOR (NON-INDEPENDENT)	7	P	7	–	–
MR NARESH GUJRAL (DIN-00028444)	NON-EXECUTIVE (INDEPENDENT)	5	P	14	1	–
MR PULAK CHANDAN PRASAD (DIN-00003557)	NON-EXECUTIVE (INDEPENDENT)	6	P	4	1	1. Vaibhav Global Limited (Non- Executive Director) 2. Triveni Turbine 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)	5	P	8	5 (Chairperson of 1)	1. Whirlpool of India Limited (Independent Director) 2. Sutlej Textiles and Industries Limited (Independent Director) 3. Indus Towers Limited (Independent Director) 4. Multi Commodity Exchange of India Limited (Independent Director) 5. KFIN Technologies Limited (Independent Director)
DR ANOOP KUMAR MITTAL (DIN-05177010)	NON-EXECUTIVE (INDEPENDENT)	6	P	8	4	Welspun Enterprises Limited (Director)
GOPAL KRISHNA PILLAI* (w.e.f. 15.05.2023) (DIN-02340756)	NON-EXECUTIVE (INDEPENDENT)	-	-	4	4 (Chairman of 1)	Adani Ports and Special Economic Zone Limited (Independent Director)

# P denotes present in the meeting & A absent 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.
- Mr. Gopal Krishna Pillai (DIN: 02340756) has been appointed as an Additional Director of the Company with effect from 15th May, 2023 to hold office as a Non-Executive, Independent Director of the Company for a term of 5 (five) consecutive years, subject to approval of the Members of the Company at the ensuing AGM.

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. He has been honoured with the Distinguished Alumni Award 2023 by the prestigious IIM, Bangalore.
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, Singhanian 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.
Mr Gopal Krishna Pillai (Non-Executive, Independent Director)	B.Sc. from St. Joseph's College, Bangalore, M.Sc. from IIT, Madras and IAS (Retd.)	An Administrator who has worked in various senior positions in the Central and State Government and will bring in new strategies for growth and guide the management with his rich experience and managerial capabilities.

**MEETINGS AND ATTENDANCE:**

Seven Board Meetings were held during the year 2022-2023 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.



Sixteen resolutions of the Board were passed by circulation during the financial year 2022-2023 and the dates of the Board Meetings were as follows:

SR. NO.	DATE OF MEETING	NO. OF DIRECTORS PRESENT
1	20.04.2022 and 21.04.2022	09
2	26.05.2022	08
3	04.08.2022	10
4	26.09.2022	08
5	10.11.2022	09
6	12.01.2023	08
7	02.02.2023	10

#### 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 2nd February, 2023 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 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 Programme 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 have been 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 (Appointment and Qualification of Directors) Rules, 2014, all the Independent Directors of the Company are registered on the website of Indian 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 99th 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, 2023 have been made by the Directors.



## COMMITTEES OF DIRECTORS:

### I. AUDIT COMMITTEE:

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

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

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:
  - The Managing Director & CEO and Vice President & 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.
  - The 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.
- Regulation 24 (2) which states about the review of financial statements of unlisted subsidiary by audit committee, particularly the investments.

Seven resolutions by circulation were passed by the Audit Committee and six Audit Committee Meetings were conducted during the year 2022-2023 as detailed below:

SR. NO.	DATE OF MEETING
1	20.04.2022
2	26.05.2022
3	04.08.2022
4	10.11.2022
5	12.01.2023
6	02.02.2023

### 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:

- 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.
  - For every appointment of an independent director, the Remuneration Committee shall evaluate the balance of skills, knowledge and experience on the Board and on the basis of such evaluation, prepare a description of the role and capabilities required for an independent director. The person recommended to the Board for appointment as an independent director shall have the capabilities identified in such description. For the purpose of identifying suitable candidates, the Committee may:
    - use the services of an external agency, if required;
    - consider candidates from a wide range of backgrounds, having due regard to diversity; and
    - consider the time commitments of the candidates.
- Formulation of criteria for evaluation of performance of Independent Directors and the Board of Directors.
- Devising a policy on diversity of Board of Directors.
- 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.
- 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.
- Recommend to the Board, all remuneration, in whatever form, payable to senior management.



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

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

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

Ten resolutions by circulation of the Remuneration Committee were passed and four Remuneration Committee Meetings were held during the year 2022-2023 as detailed below:

SR. NO.	DATE OF MEETING
1	26.05.2022
2	04.08.2022
3	12.01.2023
4	02.02.2023

#### 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 ("The Remuneration Committee") has granted 98,877 options on 17th October, 2022 to 260 eligible employees including the following Key Managerial Personnel:-

S.No.	Name	No. of options granted
1.	Mr Abhijit Roy	1,440
2.	Mr Vikash Sarda *	739
3.	Mr Kaushik Ghosh **	553

\* Mr Vikash Sarda was appointed as the Vice President & CFO w.e.f. 01.10.2022. He resigned as the Vice President & CFO of the Company w.e.f. close of business hours on 04.01.2023.

\*\* Mr Kaushik Ghosh was appointed as the Vice President & CFO w.e.f. 12.01.2023

The Committee had also allotted 98,996 equity shares of ₹1 each (face value) to eligible employees (including Key Managerial Personnel) upon exercise of their options earlier granted to them. The allotment of the aforesaid shares were made on 4th April, 2022 (25,760 equity shares), on 2nd January, 2023 (50,187 equity shares) and on 8th March, 2023 (23,049 equity shares), respectively.

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.

#### 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:

- Board of Directors as a whole.
- Committees of the Board of Directors.
- 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 an online 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, 2023. 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 2nd February, 2023 and was later tabled at the Remuneration Committee Meeting held on 2nd February, 2023. 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 2nd February, 2023.

After completion of internal evaluation process, the Board of Directors at its Meeting held on 2nd February, 2023, 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 19(4) 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/payable to the Executive Directors for the Financial Year 2022-2023 are as follows:

PARTICULARS	MR ABHIJIT ROY (₹)	MR KANWARDIP SINGH DHINGRA (₹)	MS RISHMA KAUR (₹)
<b>FIXED COMPONENTS:</b>			
CONSOLIDATED SALARY	4,34,23,152	54,48,744	54,48,744
COMPANY'S CONTRIBUTION TO PROVIDENT FUND, GRATUITY AND SUPERANNUATION FUND	77,79,005	3,26,035	3,19,035
ALLOWANCES AND ESTIMATED PERQUISITES IN KIND	88,33,692	3,65,047	3,39,253
<b>VARIABLE COMPONENTS:</b>			
SEVERANCE FEES	-	-	-
COMMISSION	1,17,38,341	-	-
PERFORMANCE INCENTIVE	-	3,76,035	3,76,035
ESOP DETAILS	12,95,311	-	-
<b>TOTAL</b>	<b>7,30,69,501*</b>	<b>65,15,861</b>	<b>64,83,067</b>

\* Includes the value of ESOPs.

#### B. NON-EXECUTIVE DIRECTORS:

The Board of Directors upon recommendation of Compensation and Nomination and Remuneration Committee (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 annual remuneration payable to a single non-executive director does not exceed fifty percent of the total annual remuneration payable to all non-executive directors during the year under review.

The details of the remuneration paid/payable to the Non-Executive Directors for the Financial Year 2022-2023 are as follows:

NAME OF DIRECTORS	COMMISSION (₹)	SITTING FEES (₹)	TOTAL (₹)
MR KULDIP SINGH DHINGRA	18,00,000	-	18,00,000
MR GURBACHAN SINGH DHINGRA	10,00,000	-	10,00,000
MR NARESH GUJRAL	7,20,000	-	7,20,000
MR PULAK CHANDAN PRASAD	-	-	-
MR ANOOP HOON	7,20,000	-	7,20,000
MRS SONU HALAN BHASIN	7,20,000	-	7,20,000
DR ANOOP KUMAR MITTAL	7,20,000	-	7,20,000
<b>TOTAL</b>	<b>56,80,000</b>	<b>-</b>	<b>56,80,000</b>

Total number of equity shares of ₹1/- each held by Key Managerial Personnel (KMPs) as on 31st March, 2023 are as follows:

NAME OF KMPs	DESIGNATION	NUMBER OF EQUITY SHARES HELD
MR ABHIJIT ROY	MANAGING DIRECTOR & CEO	77,910
MR KAUSHIK GHOSH*	VICE PRESIDENT & CFO	17,069
MR ARUNITO GANGULY	VICE PRESIDENT & COMPANY SECRETARY	NIL

N.B: i) Mr Srijit Dasgupta ceased to be the Director-Finance & CFO of the Company w.e.f. close of business hours on 30.09.2022. He was holding 92,020 shares as on 30.09.2022.

ii) Mr Vikash Sarma was appointed as the Vice President & CFO of the Company w.e.f. 01.10.2022. He resigned as the Vice President & CFO of the Company w.e.f. close of business hours on 04.01.2023. He was holding NIL shares as on 04.01.2023.

\*Mr Kaushik Ghosh was appointed as the Vice President & CFO of the Company w.e.f. 12.01.2023.

### III. SHAREHOLDERS' COMMITTEES:

#### A. SHARE TRANSFER COMMITTEE:

The Composition, Meetings and Attendance of the Members of Share Transfer Committee is as under:

SR. NO.	NAME OF DIRECTORS	CATEGORY	NUMBER OF MEETINGS ATTENDED
1	MR ABHIJIT ROY	CHAIRMAN	12
2	MR SRIJIT DASGUPTA*	MEMBER	06
3	MR ANOOP HOON	MEMBER	12
4	MR VIKASH SARDA**	MEMBER	02
5	MR KAUSHIK GHOSH***	MEMBER	03
6	MR ARUNITO GANGULY	MEMBER	12

\* Mr Srijit Dasgupta ceased to be the Director-Finance & CFO of the Company w.e.f. close of business hours on 30.09.2022 and accordingly ceased to be a member of the Committee from that date.

\*\* Mr Vikash Sarma was appointed as the Vice President & CFO of the Company w.e.f. 01.10.2022 and a member of the Committee w.e.f. that date. He resigned as the Vice President & CFO of the Company w.e.f. close of business hours on 04.01.2023 and accordingly ceased to be a member of the Committee from that date.

\*\*\* Mr Kaushik Ghosh was appointed as the Vice President & CFO of the Company w.e.f. 12.01.2023 and a member of the Committee w.e.f. that date.



Eighteen resolutions by circulation of the Share Transfer Committee were passed and twelve Share Transfer Committee Meetings were held during the financial year 2022-2023 as detailed below:

SR. NO.	DATE OF MEETING	SR. NO.	DATE OF MEETING
1.	30.04.2022	7.	31.10.2022
2.	31.05.2022	8.	30.11.2022
3.	30.06.2022	9.	31.12.2022
4.	01.08.2022	10.	31.01.2023
5.	31.08.2022	11.	28.02.2023
6.	30.09.2022	12.	31.03.2023

**B. STAKEHOLDERS' RELATIONSHIP AND INVESTOR GRIEVANCE COMMITTEE:**

The Composition, Meetings and Attendance of the Members of 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 to the Stakeholders' Relationship and Investor Grievance Committee.

The Chairman of the Committee was present at the Annual General Meeting held on 26th August, 2022 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 Investor Grievance Committee Meeting was held on 30th March, 2023 during the financial year 2022-2023.

SEBI has vide notification no. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated 16th March, 2023, required listed companies to ensure having KYC details of shareholders who hold shares in physical form. The Company has complied with the said requirement.

**SHAREHOLDERS' COMPLAINTS RECEIVED DURING THE YEAR:**

- No. of Complaints received during the year : 09
- No. of Complaints resolved during the year : 09
- No. of Complaints not resolved to the satisfaction of shareholders : NIL
- Pending Complaints as on 31st March, 2023 : NIL

During FY 2022-23, the complaints received were mainly relating to non-receipt of dividend and/or annual report which were immediately resolved.

**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 follows:

- 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 and 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 Members 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	2
2	MR ABHIJIT ROY	MEMBER	2
3	MS RISHMA KAUR	MEMBER	2
4	MR KANWARDIP SINGH DHINGRA	MEMBER	2
5	MR SRIJIT DASGUPTA*	MEMBER	1
6	MR ANIL BHALLA	MEMBER	2
7	MR ANOOP HOON	MEMBER	2
8	MR VIKASH SARDA**	MEMBER	1
9	MR KAUSHIK GHOSH***	MEMBER	-

\* Mr Srijit Dasgupta ceased to be the Director-Finance & CFO of the Company w.e.f. close of business hours on 30.09.2022 and accordingly ceased to be a member of the Committee from that date.

\*\* Mr Vikash Sarada was appointed as the Vice President & CFO of the Company w.e.f. 01.10.2022 and a member of the Committee w.e.f. that date. He resigned as the Vice President & CFO of the Company w.e.f. close of business hours on 04.01.2023 and accordingly ceased to be a member of the Committee from that date.

\*\*\* Mr Kaushik Ghosh was appointed as the Vice President & CFO of the Company w.e.f. 12.01.2023 and a member of the Committee w.e.f. that date.

Mr Arunito Ganguly acts as the Secretary to the Business Process and Risk Management Committee.



Two Business Process and Risk Management Committee meetings were convened during the financial year 2022-2023 and the dates are as follows:

SR. NO.	DATE OF MEETING
1	14.07.2022
2	15.12.2022

#### 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 had 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. Further, the policy was amended by the Board of Directors by way of a resolution passed through circulation on 30th March, 2023. 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 Members 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	MS RISHMA KAUR	MEMBER	1
4	MR ANIL BHALLA	MEMBER	-
5	MR KANWARDIP SINGH DHINGRA	MEMBER	1
6	DR ANOOP KUMAR MITTAL	MEMBER	1
7	MR KAUSHIK GHOSH*	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 2nd February, 2023 during the financial year 2022-2023.

\*N.B.:-

- Mr Srijit Dasgupta ceased to be the Director-Finance & CFO of the Company w.e.f. close of business hours on 30.09.2022 and accordingly ceased to be a member of the Committee from that date.
- Mr Vikash Sarma was appointed as the Vice President & CFO of the Company w.e.f. 01.10.2022 and a member of the Committee w.e.f. that date. He resigned as the Vice President & CFO of the Company w.e.f. close of business hours on 04.01.2023 and accordingly ceased to be a member of the Committee from that date.
- Mr Kaushik Ghosh was appointed as the Vice President & CFO of the Company w.e.f. 12.01.2023 and a member of the Committee w.e.f. that date.

#### 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 Members 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	24
2	MR ABHIJIT ROY	MEMBER	23
3	MR ANOOP HOON	MEMBER	24

Mr Arunito Ganguly acts as the Secretary to the Committee of Directors for Regular Matters.





Twenty-Four Meetings of the above Committee were convened during the financial year 2022-2023 and the dates are as follows:

SR. NO.	DATE OF MEETING	SR. NO.	DATE OF MEETING	SR. NO.	DATE OF MEETING
1	18.04.2022	9	16.08.2022	17	15.12.2022
2	02.05.2022	10	31.08.2022	18	30.12.2022
3	16.05.2022	11	16.09.2022	19	16.01.2023
4	01.06.2022	12	30.09.2022	20	31.01.2023
5	15.06.2022	13	17.10.2022	21	16.02.2023
6	30.06.2022	14	31.10.2022	22	28.02.2023
8	15.07.2022	15	15.11.2022	23	16.03.2023
8	01.08.2022	16	30.11.2022	24	31.03..2023

**VII. ENVIRONMENTAL, SOCIAL AND GOVERNANCE (ESG) COMMITTEE:**

The composition of the Committee has not been mandated nor it is defined under any law but going by the expectations of the investors, the Committee was formed on 20th October 2022, to support the Company’s on-going commitment to environmental, health and safety, corporate governance, sustainability and other public policy matters relevant to the Company as a cross-functional senior management Committee of the Board. The ESG Committee has an overall responsibility for the effective operations of the Company’s ESG policies and overseeing its implementation.

The Composition of the Environmental, Social and Governance Committee is as under:

SR. NO.	NAME OF DIRECTORS	CATEGORY
1	MR ANOOP HOON	CHAIRMAN
2	MR ABHIJIT ROY	MEMBER
3	MR KAUSHIK GHOSH	MEMBER
4	MR ANIRUDDHA SEN	MEMBER
5	MR RANJAN BANERJEE	MEMBER
6	MR RAJESH TIWARI	MEMBER
7	MR PARTHA PROTIM MONDAL	MEMBER
8	MR SANJAY BHOWMICK	MEMBER
9	MR DIPANKAR NAG	MEMBER
10	MR SHRIRANG PANGARKAR	MEMBER

Mr Arunito Ganguly acts as the secretary to the ESG Committee.

No meeting of the ESG Committee was held during the year.

**GENERAL BODY MEETINGS:**

Date, Time and Venue of the last three Annual General Meetings are as follows:

FINANCIAL YEAR	VENUE	DATE	TIME	WHETHER SPECIAL RESOLUTION PASSED
2019-20	Video Conferencing	25.09.2020	11:00 a.m.	NO
2020-21	Video Conferencing	27.08.2021	11:00 a.m.	YES
2021-22	Video Conferencing	26.08.2022	11:00 a.m.	YES

**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 ("Securities and Exchange Board of India")/Ministry of Corporate Affairs ("MCA") 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 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 has 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/policy-determine-material-subsiadiary.html>
- H. The weblink where policy on dealing with related party transactions can be viewed is <https://www.bergerpaints.com/about-us/rpt-policy.html>
- I. The Company has followed all relevant Indian Accounting Standard ("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. Loans and advances in the nature of loans to firms/companies in which directors are interested –N.A.
- L. Material Subsidiaries of the listed entity including the date and place of incorporation and the name and date of appointment of the statutory auditors of such subsidiaries – N.A.
- M. The total fees (FY 2022-2023) for all services amounting to ₹0.90 Crore was paid by the Company and its subsidiaries, on a consolidated basis, to the statutory auditor M/s. S. R. Batliboi & Co. LLP, Chartered Accountants and all the entities in the network firm/network entity of which the statutory auditor are a part, as under for all the services taken from them:

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	0.79
	Other Fees paid	0.11
<b>Total</b>		<b>0.90</b>

- N. Disclosure of commodity price risks and commodity hedging activities. See **Annexure – A** attached to this Corporate Governance Report.
- O. No fund was raised through preferential allotment or qualified institutional placement as specified under Regulation 32 (7A) of the Listing Regulations.
- P. 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, 2023 does not contain any modified audit opinion.
- Reporting of Internal Auditor:** The Internal Auditor reports to the Audit Committee.

#### MEANS OF COMMUNICATION:

- The quarterly and half-yearly financial results of the Company are published in leading English and vernacular dailies namely Business Standard and Aajkaal. 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 is published in leading newspapers as well as displayed in the Company's website, hence no individual information to the shareholders is provided.
- Presentations made to Institutional Investors and Analysts are uploaded on the website: <https://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. The Company has also adopted the SEBI (Prohibition of Insider Trading) Regulations, 2015 and the said policy can be viewed at <https://www.bergerpaints.com/about-us/code-of-conduct-to-regulate-monitor-and-report-trading-by-designated-persons.html>.

#### 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, 2023 is given below:

SR. NO.	NAME OF NON-EXECUTIVE DIRECTORS	NUMBER OF SHARES HELD BY THEM
1.	MR KULDIP SINGH DHINGRA	55,15,071
2.	MR GURBACHAN SINGH DHINGRA	44,48,888
3.	MR PULAK CHANDAN PRASAD	–
4.	MR NARESH GUJRAL	21,400
5.	MR ANOOP HOON	–
6.	MRS SONU HALAN BHASIN	–
7.	DR ANOOP KUMAR MITTAL	–
8.	MR GOPAL KRISHNA PILLAI (w.e.f. 15.05.2023)	–

On behalf of the Board of Directors

**Kuldip Singh Dhingra**

Chairman

(DIN: 00048406)

Place: New Delhi

Dated: 15th May, 2023



## 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

## ANNEXURE - A

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, 2023. The said Code of Conduct has also been uploaded by the Company on its website: [www.bergerpaints.com](http://www.bergerpaints.com).

Place: New Delhi  
Dated: 15th May, 2023

**Abhijit Roy**  
Managing Director  
& Chief Executive Officer  
(DIN: 03439064)

[Annexure to Corporate Governance Report]

### GENERAL SHAREHOLDERS' INFORMATION

**ANNUAL GENERAL MEETING** : **DAY AND DATE** - Friday, 11th August, 2023.  
**TIME** - 11:00 AM.  
**VENUE** - To be held through VC/OAVM.

**FINANCIAL YEAR** : The accounting year covers the period from 1st April, 2022 to 31st March, 2023.

#### **Financial Reporting for the quarters ending on:**

30th June, 2023 (unaudited)	–	By 14th August, 2023
30th September, 2023 (unaudited)	–	By 14th November, 2023
31st December, 2023 (unaudited)	–	By 14th February, 2024
31st March, 2024 (audited)	–	By 30th May, 2024

[Note: The above dates are indicative in nature]

**BOOK CLOSURE DATES** : Book closure commences on 05th August, 2023 and ends on 11th August, 2023, both days inclusive.

**DIVIDEND PAYMENT DATE** : Dividend, if declared will be paid on 21st August, 2023.

#### **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 Code: 509480**
- **CALCUTTA STOCK EXCHANGE (CSE)**  
The Calcutta Stock Exchange Limited  
7, Lyons Range, Kolkata 700 001.  
**Stock Code: 12529**

**DEPOSITORIES** : a) **NATIONAL SECURITIES DEPOSITORY LIMITED**  
Trade World, A Wing, 4th Floor, 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**

**PAYMENT OF ANNUAL LISTING FEES** : Annual Listing Fees for the financial year 2023-24 has been paid by the Company to the Stock Exchanges.

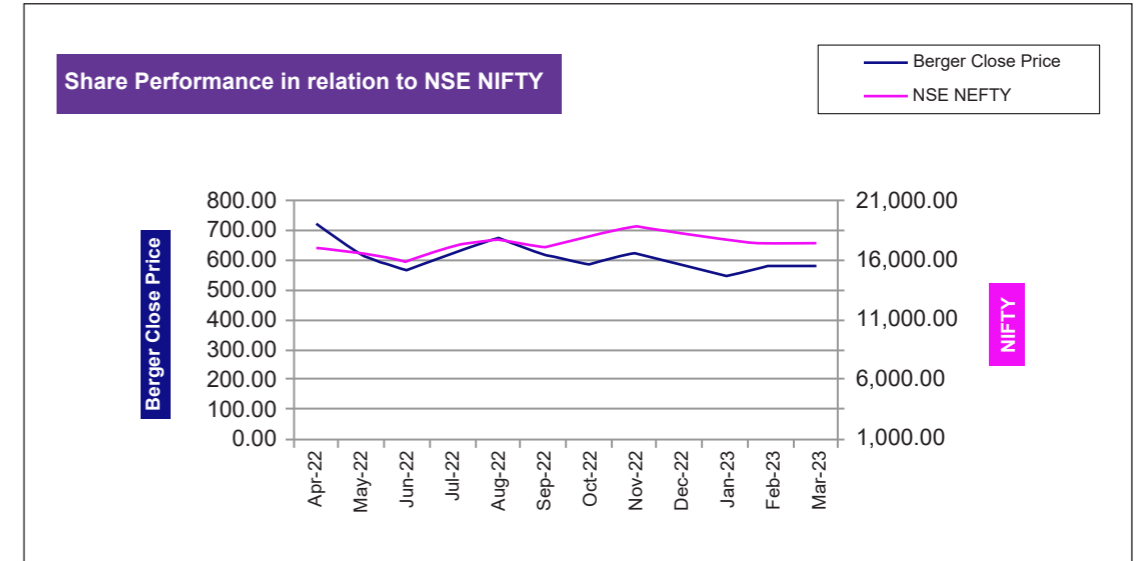


**GENERAL SHAREHOLDERS' INFORMATION**

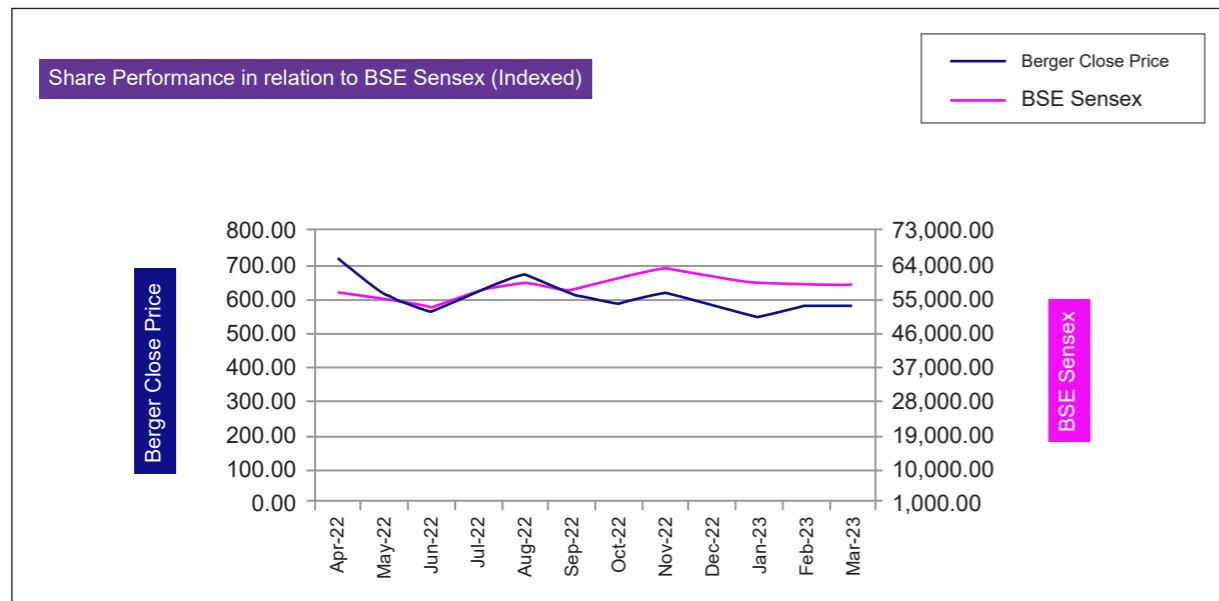
**MARKET PRICE (HIGH/LOW) AT BSE & NSE DURING EACH MONTH FOR THE FINANCIAL YEAR 2022-2023**

Month	BSE		NSE	
	High (₹)	Low (₹)	High (₹)	Low (₹)
April 2022	742.05	696.65	743.00	696.05
May 2022	716.10	543.85	716.85	543.60
June 2022	631.10	548.90	631.70	548.55
July 2022	627.40	564.45	627.35	563.75
August 2022	710.00	624.80	710.30	624.70
September 2022	687.95	606.60	687.95	606.35
October 2022	635.70	569.65	635.90	569.80
November 2022	627.00	576.50	627.00	576.25
December 2022	630.00	569.50	630.00	569.10
January 2023	586.65	534.55	586.00	534.05
February 2023	582.60	527.60	582.95	527.15
March 2023	607.00	565.05	608.90	565.20

**SHARE PERFORMANCE IN RELATION TO NSE**

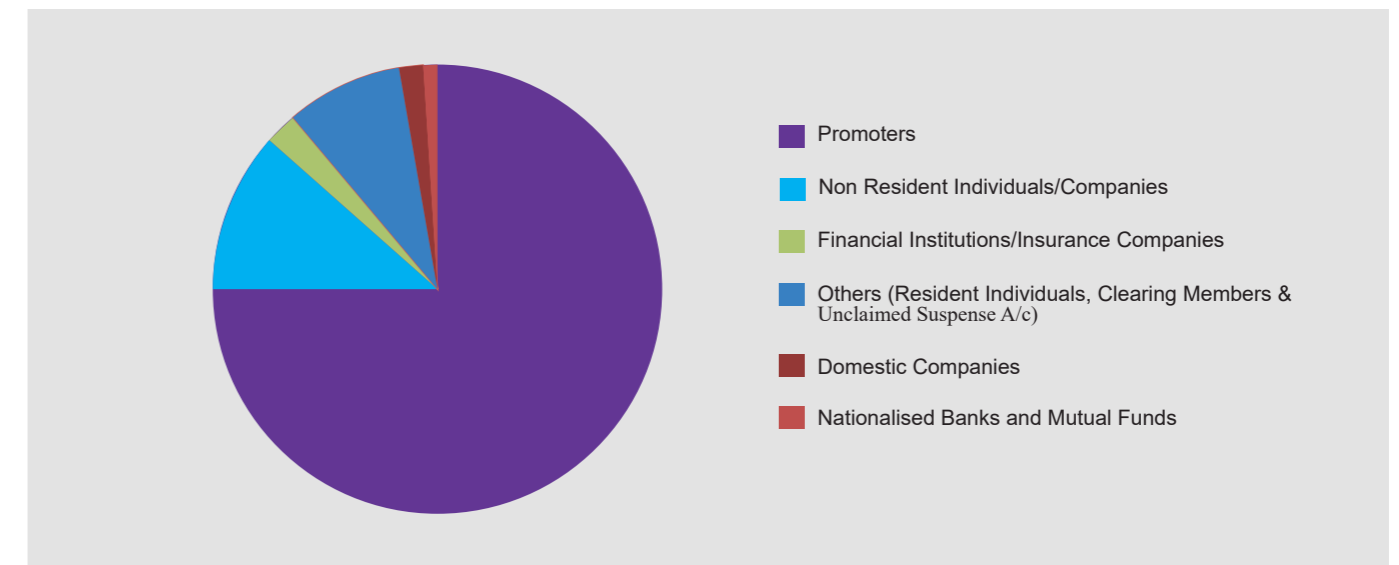


**SHARE PERFORMANCE IN RELATION TO BSE SENSEX**



**NUMBER OF SHAREHOLDERS AS ON 31ST MARCH, 2023: 4,35,511**

**SHAREHOLDING PATTERN AS ON 31ST MARCH, 2023**



Status	Holding	%
Promoter- Foreign	14,06,56,782	14.48
Promoter- Body corporate	55,55,19,058	57.19
Promoters- Individual	3,23,17,861	3.33
Non Resident Individuals/Companies	10,70,95,011	11.02
Alternate Investment Fund	28,25,844	0.29
Venture Capital	0	0.00
Financial Institutions/Insurance Companies/Bank	2,11,66,656	2.18
Others (Resident)	7,97,06,969	8.20
Mutual Fund	96,65,879	0.99
Domestic Companies	1,59,98,002	1.65
IEPF	61,08,858	0.63
Unclaimed Suspense Demat Account	3,61,565	0.04
<b>TOTAL</b>	<b>97,14,22,485</b>	<b>100.00</b>

#### DISTRIBUTION OF SHAREHOLDING AS AT 31ST MARCH, 2023

SHAREHOLDING OF NOMINAL VALUE (RANGE OF SHARES)		SHARE AMOUNT		DETAILS		
₹		₹	% OF TOTAL	NO. OF SHAREHOLDERS	NO. OF SHARES	% OF TOTAL
1	5000	3,98,26,733	4.10	4,31,631	3,98,26,733	98.11
5001	10000	1,28,64,345	1.32	1,845	1,28,64,345	0.42
10001	20000	1,63,37,790	1.68	1,187	1,63,37,790	0.27
20001	30000	72,21,859	0.74	298	72,21,859	0.07
30001	40000	47,10,185	0.49	138	47,10,185	0.03
40001	50000	34,94,573	0.36	80	34,94,573	0.02
50001	100000	91,04,740	0.94	138	91,04,740	0.03
100001	& Above	87,78,62,260	90.37	194	87,78,62,260	0.04
<b>TOTAL</b>		<b>97,14,22,485</b>	<b>100.00</b>	<b>4,35,511</b>	<b>97,14,22,485</b>	<b>100.00</b>

None of the Company's securities have been suspended from trading.

#### SHARE TRANSFER SYSTEM:

SEBI and Ministry of Corporate Affairs ('MCA') during FY 2018-19, have mandated that existing members of the Company who hold securities in physical form and intend to transfer their securities after April 1, 2019, can do so only in dematerialised form, except in case of requests received for transmission or transposition and re-lodged transfer of securities. Therefore, necessary intimation was sent by the Company to the members regarding the restriction on transfer of securities in the physical form and members holding shares in physical form were requested to consider converting their shareholding to dematerialised form within the due date. Further SEBI vide circular no. SEBI/HO/MIRSD/RTAMB/CIR/P/2020/236 dated December 2, 2020 had fixed March 31, 2021 as the cut-off date for re-lodgement of transfer deeds and the shares that are re-lodged for transfer shall be issued only in demat mode.

SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD\_RTAMB/P/CIR/2022/8 dated January 25, 2022, mandated all listed companies to issue securities in dematerialised form only while processing the service request of issue of duplicate securities certificate, claim from Unclaimed Suspense Account, renewal/exchange of securities certificate, endorsement, sub-division/splitting of securities certificate, consolidation of securities certificates/folios, transmission and transposition.

In compliance with Regulation 40(9) of the Listing Regulations, all certificates have been issued within 30 days of the date of lodgement for transfer, sub-division, consolidation, renewal, exchange or endorsement of calls/ allotment monies as applicable during FY 2022-23.

Now share transactions in electronic form can be effected in a much simpler and faster manner. After a confirmation of a sale/purchase transaction from the broker, shareholders should approach the Depository Participants ('DP') with a request to debit or credit the account for the transaction. The DP will immediately arrange to complete the transaction by updating the account. There is no need for a separate communication to the Company to register these share transfers.

Shareholders should communicate with the Company's Registrars and Transfer Agents ('RTA') quoting their folio number or Depository Participant ID ('DP ID') and Client ID number, for any queries relating to their securities at the above mentioned addresses or at their branch offices, addresses of which are available on their website or at the Registered Office of the Company.

#### Nomination Facility

Shareholders whose shares are in physical form and wish to make/change a nomination in respect of their shares in the Company, as permitted under Section 72 of the Companies Act, 2013, may submit to RTA the prescribed Forms SH-13/SH-14. The relevant forms are available at <https://www.bergerpaints.com/investors/investor-services.html>.

#### Shares held in Electronic Form

Shareholders holding shares in electronic form may please note that instructions regarding change of address, bank details, email ids, nomination and power of attorney should be given directly to the DP.

#### Shares held in Physical Form

Shareholders holding shares in physical form may please note that instructions regarding change of address, bank details, e-mails ids, nomination and power of attorney should be given to the Company's RTA.

SEBI vide circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated 16th March, 2023 had laid down common and simplified norms for processing Investor's Service request by RTAs and norms for furnishing PAN, KYC details and nomination. As per the above said circular the shareholders holding physical securities are required to mandatory furnish PAN, KYC details and Nomination by holders and are also required to link PAN with Aadhaar. The said circular stipulates that folios wherein the required documents are not made available on or before October 1, 2023 shall be frozen by RTA. The Company had sent relevant communication to all physical holders along with relevant Forms to enable the shareholders to update the PAN, KYC and other relevant details with RTA/Company in line with the SEBI directives. The PAN, KYC and other relevant documents are being processed by RTA on receipt from the shareholders. The relevant Forms are also made available on the company's website at <https://www.bergerpaints.com/investors/investor-services.html>.



The total number of shares transferred in physical form during the year 2022-2023 was NIL as compared to 266112 shares during 2021-2022. 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 2022-2023 were 142311 equity shares covering 67 folios.

#### Green Initiative

As a responsible corporate citizen, the Company welcomes and supports the 'Green Initiative' undertaken by the Ministry of Corporate Affairs, Government of India, enabling electronic delivery of documents including the Annual Report, amongst others, to shareholders at their e-mail address previously registered with the DPs and RTAs.

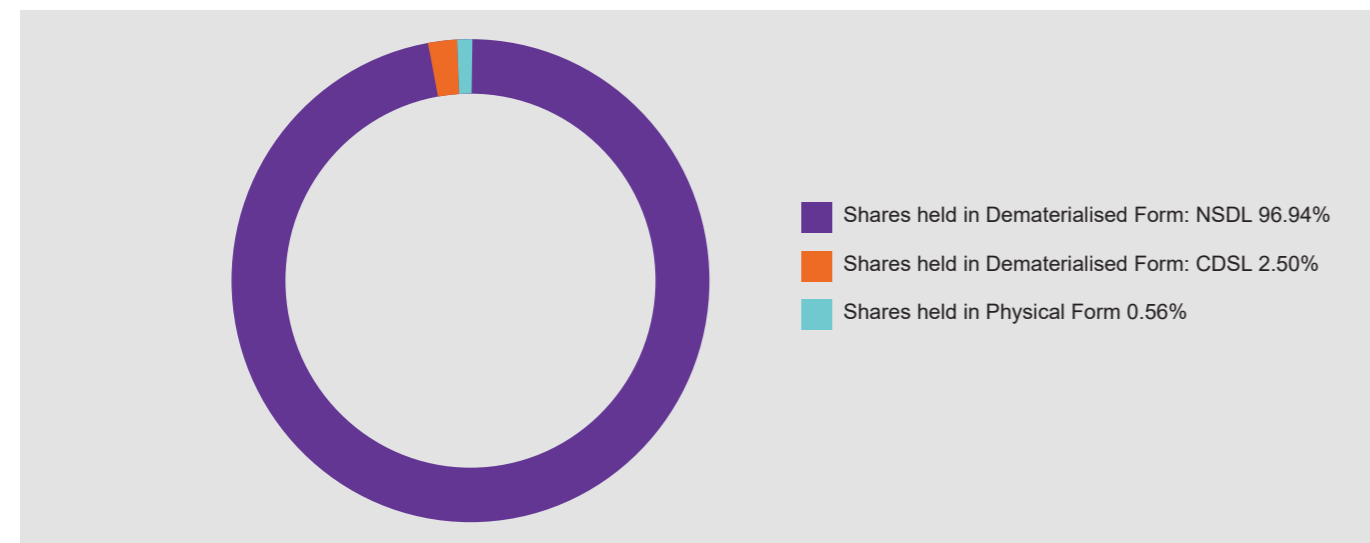
Shareholders who have not registered their e-mail addresses so far, are requested to do the same. Those holding shares in demat form can register their e-mail address with their concerned DPs.

Shareholders who hold shares in physical form are requested to register their e-mail addresses with the RTA, by sending a letter, duly signed by the first/sole holder quoting details of their Folio No.

#### DEMATERIALISATION OF SHARES AND LIQUIDITY AS ON 31ST MARCH, 2023

99.44% of the Company's shares is held in electronic form.

#### SHARES HELD IN PHYSICAL AND DEMATERIALISED MODE AS ON 31ST MARCH, 2023



#### 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.

#### DIVIDEND HISTORY (LAST 10 YEARS)

FINANCIAL YEAR	DIVIDEND PER SHARE (₹)
2021-22	3.10
2020-21	2.80
2019-20 (Final)	0.30
2019-20 (Interim)	1.90
2018-19	1.90
2017-18	1.80
2016-17	1.75
2015-16 (Final)	1.00
2015-16 (Interim)	0.65
2014-15 (Final)	0.65
2014-15 (Interim)	0.60
2013-14	2.20
2012-13	1.80

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 IT 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 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 2023-2024 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>
Order under Section 197 of the IT 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 IT 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 IT 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.
- In case of a resident shareholder who is a specified person under Section 206AB of the IT Act, tax shall be deducted at higher rate of 20%.

**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 2023 obtained from the tax authorities of the country of which the shareholder is resident.</li> <li>o A copy of Form 10F electronically furnished on income tax e-filing portal (for non-resident possessing PAN) or self-declaration in Form 10F (for non-resident who is not required to obtain PAN) 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.</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 IT Act.</p>
Submitting Order under Section 197 of the IT Act	Rate provided in the Order	Lower/NIL withholding tax certificate obtained from Income Tax authorities.

**Please note that:**

- All the above referred tax rates shall be duly enhanced by the applicable surcharge and cess.
- In case of a non-resident shareholder who is a specified person under section 206AB of the Act, tax shall be deducted at twice the applicable rate.

**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 1&amp;2</b> SIDCO Industrial Growth Centre, Sambha, Dist. Jammu Jammu & Kashmir - 184 121 Phone: 09123-243644, 246539 <b>(* includes British Paints Division)</b>	<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>HINDUPUR*</b> Plot No. 32 (part), Gollapuram Industrial Park, Hindupur - 515 211, Ananthapuram District, Andhra Pradesh Phone: 9676070165	<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>TALOJA</b> Plot no. J-90, MIDC Taloja, Panvel Raigad - 410208 Maharashtra (India) Phone: 022-27402937	<b>ASSAM (NALBARI)*</b> IIDC of AIDC, Nathkuchi - 2, Near North East Mega Food Park, Tihu, Nalbari (Assam) - 781 355 Phone: 7086085604	<b>ASSAM (NALTALI)</b> IIDC Centre Project Bhomoraguri/Naltali Dist: Nagaon, Assam Phone: 6913904088
<b>SANDILA</b> Plot No. B4, B5 Industrial Area, Sandila Phase I, Sandila, District: Hardoi, Uttar Pradesh – 241 204 Phone: +917488061463		

\* British Paints Division

**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) [ranarc@cbmsl.co](mailto:ranarc@cbmsl.co)

**COMPLIANCE OFFICER:**

Mr Arunito Ganguly (FCS 9285), Vice President and Company Secretary.

**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 address and E-mail id mentioned previously.

**CREDIT RATING**

Credit ratings obtained by the Company during the relevant financial year, for facilities specified in the table below are as follows:-

Name of Entity	Instrument	Rating
CRISIL	Fund Based facilities from Banks	CRISIL AAA /Stable
CRISIL	Non Fund Based facilities from Banks	CRISIL A1+
CRISIL	Commercial Paper	CRISIL A1+
CARE	Commercial Paper	CARE A1+

There was no revision in rating 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	152	440939
2	Subsequently transferred from suspense account to IEPF A/C on 02.06.2022	14	38283
	<b>Total</b>	<b>138</b>	<b>402656</b>
3	No. of Shareholders who approached Issuer for transfer of shares from Suspense Account and shares released on 06.05.2022	1	6720
4	No of Shareholders who approached Issuer for transfer of shares from Suspense Account and shares released on 06.05.2022	1	4200
5	No. of Shareholders who approached Issuer for transfer of shares from Suspense Account and shares released on 30.06.2022	1	3360
6	No. of Shareholders who approached Issuer for transfer of shares from Suspense Account and shares released on 04.11.2022	1	2688
7	No. of Shareholders who approached Issuer for transfer of shares from Suspense Account and shares released on 21.11.2022	1	201
8	No. of Shareholders who approached Issuer for transfer of shares from Suspense Account and shares released on 16.12.2022	1	9878
9	No. of Shareholders who approached Issuer for transfer of shares from Suspense Account and shares released on 30.12.2022	1	1260
10	No. of Shareholders who approached Issuer for transfer of shares from Suspense Account and shares released on 13.01.2023	2	268
11	No. of Shareholders who approached Issuer for transfer of shares from Suspense Account and shares released on 17.03.2023	1	10080
12	No. of Shareholders who approached Issuer for transfer of shares from Suspense Account and shares released on 24.03.2023	1	336
13	No. of Shareholders who approached Issuer for transfer of shares from Suspense Account and shares released on 31.03.2023	1	2100
	<b>Total Shares released from Suspense Account during 2022-2023</b>	<b>12</b>	<b>41091</b>
	Aggregate number of shareholders and the outstanding shares in the Suspense Account lying at the end of the year i.e., 31.03.2023	126	361565

On behalf of the Board of Directors

**Kuldip Singh Dhingra**

Chairman

(DIN: 00048406)

Place: New Delhi

Dated: 15th May, 2023

**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

- 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) and (t) 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, 2023 as required by the Company for annual submission to the Stock Exchange.

**Management's Responsibility**

- 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.
- 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**

- 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.
- 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 ICAI.
- 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.
- 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:
  - Read and understood the information prepared by the Company and included in its Corporate Governance Report;
  - 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;
  - Obtained and read the Register of Directors as on March 31, 2023 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 April 01, 2022 to March 31, 2023:
- Board of Directors;
  - Audit Committee;
  - Annual General Meeting (AGM);
  - Compensation and Nomination and Remuneration Committee;
  - Stakeholders' Relationship and Investor Grievance Committee;
  - Business Process and Risk Management Committee;
  - 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 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, 2023, 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 **Vishal Sharma**

Partner

Membership Number: 096766

UDIN: 23096766BGYHTE9790

Place of Signature: New Delhi

Dated: 15th May, 2023

## 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 and 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) 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, 2023 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 has been issued relying on the documents and information as mentioned herein above and as were made available to us or as came to our knowledge for verification without taking any cognizance of any legal dispute(s) or sub-judice matters which may have effect otherwise, if ordered so, by any concerned authority(ies). This certificate is also 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.

Place : Kolkata  
 Date : 15th May, 2023

**CS Atul Kumar Labh**  
**Practising Company Secretary**  
 Membership No. : FCS - 4848  
 CP No. : 3238  
**PRCN : 1038/2020**  
**UIN : S1999WB026800**  
**UDIN : F004848E000306325**



## 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, 2023, 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, 2023, 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, 2023. 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 sales transactions 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 financial statements.</li> </ul>
<b>Impairment Assessment of Investments in subsidiaries and joint ventures (as described in Note 42 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 have assessed financial performance of subsidiaries and joint ventures based on their last audited financial statements and 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 aforesaid financial statements.</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 performed sensitivity analysis to determine the impact of changes in the key assumptions.</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 financial statements.</li> </ul>



## Other Information

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, Corporate Governance, Business Responsibility and Sustainability Report and Shareholder's Information, but does not include the standalone financial statements and our auditor's report thereon. The Business Responsibility and Sustainability Report is expected to be made available to us after the date of this auditor's report.

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.

When we read the Business Responsibility and Sustainability Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

## 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 skepticism 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, 2023 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, 2020 ("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, 2023 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2023 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, 2023 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 46 (b) 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

- iv. a) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the Note 53 (A) (vii) to the standalone financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
- b) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the Note 53 (A) (viii) to the standalone financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
- c) Based on such audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub clause (a) and (b) contain any material misstatement.
- v. The final dividend paid by the Company during the year in respect of the same declared for the previous year is in accordance with section 123 of the Act to the extent it applies to payment of dividend.
 

As stated in Note 31 to the standalone financial statements, the Board of Directors of the Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with section 123 of the Act to the extent it applies to declaration of dividend.
- vi. As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable for the Company only w.e.f. April 1, 2023, reporting under this clause is not applicable.

For **S.R. Batliboi & Co. LLP**

Chartered Accountants

ICAI Firm Registration Number: 301003E/E300005

per **Vishal Sharma**

Partner

Membership Number: 096766

UDIN: 23096766BGYHTB9503

Place of Signature: New Delhi

Date: 15th May 2023



**ANNEXURE ‘1’ REFERRED TO IN PARAGRAPH UNDER THE HEADING “REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS” OF OUR REPORT OF EVEN DATE**

**Re: Berger Paints India Limited (“the Company”)**

**In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:**

- (i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, plant and equipment.
- (B) The Company has maintained proper records showing full particulars of intangibles assets.
- (b) All Property, plant and equipment have not been physically verified by the management during the year but there is a regular programme of verification of all the Property, plant and equipment over a period of once every 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 verification carried out during the year in accordance with said programme.
- (c) The title deeds of immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) included in Property, plant and equipment/ Right of use assets are held in the name of the Company except 6 (six) title deeds of the immovable properties as disclosed in Note 4 and Note 45 to the standalone financial statements, as indicated in the below mentioned cases:

Description of Property	Gross carrying value (₹ in Crores)	Net carrying value (₹ in Crores)	Held in name of	Whether promoter, director or their relative or employee	Period held – indicate range, where appropriate	Reason for not being held in the name of Company
One freehold land at Rishra, West Bengal	1.36	1.36	Berger Auto & Industrial Coatings Limited	No	3rd March, 2005	In terms of the order dated March 3, 2005 by the Hon’ble High Court at Calcutta approved the Scheme of Amalgamation of Berger Auto and Industrial Coating Limited with the Company, the particular freehold land was transferred to the Company .
One leasehold land at Panaji, Goa	0.35	0.26	Rajdoot Paints Private Limited	No	October 01, 1998	In terms of the order dated October 01, 1998, the Hon’ble High Court of Calcutta had approved the Scheme of Amalgamation of Rajdoot Paints Private Limited with the Company with effect from October 01, 1998. In terms of said order, all the aforesaid leasehold land parcels held by Rajdoot Paints Private Limited was transferred to the Company.
One leasehold land at Sikandrabad, Uttar Pradesh	0.27	0.13	Rajdoot Paints Private Limited	No	October 01, 1998	
One leasehold land at Chandigarh	0.05	0.03	Rajdoot Paints Private Limited	No	October 01, 1998	

Description of Property	Gross carrying value (₹ in Crores)	Net carrying value (₹ in Crores)	Held in name of	Whether promoter, director or their relative or employee	Period held – indicate range, where appropriate	Reason for not being held in the name of Company
One leasehold land at Panagarh	5.83	5.80	West Bengal Industrial Development Corporation Limited	No	September 05, 2022	The Company has obtained the allotment letter in its name and execution of lease deed in respect of 9.91 acres of land at Panagarh Industrial Park is in process.
One leasehold land at Howrah	0.01	*	Government of West Bengal	No	September 26, 1957	Renewal of lease with West Bengal Government in respect of a piece of land comprising about 0.08 acres at Howrah is under process since September 26, 2017.

\* Amount is below rounding off norms.

- (d) The Company has not revalued its Property, plant and equipment (including Right-of-use assets) or intangible assets during the year ended March 31, 2023.
- (e) There are no proceedings initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.
- (ii) (a) The inventory has been physically verified by the management during the year except for inventories lying with third parties. In our opinion, the frequency of verification by the management is reasonable and the coverage and procedure for such verification is appropriate. Inventories lying with third parties have been confirmed by them as at March 31, 2023 and discrepancies of 10% or more in aggregate for each class of inventory were not noticed in respect of such confirmations. No discrepancies of 10% or more in aggregate for each class of inventory were noticed on such physical verification.
- (b) As disclosed in Note 25 to the standalone financial statements, the Company has been sanctioned working capital limits in excess of ₹5 Crores in aggregate from banks during the year on the basis of security of current assets of the Company. Based on the records examined by us in the normal course of audit of the financial statements, the quarterly returns/statements filed by the Company with such banks are in agreement with the unaudited books of account of the Company.
- (iii) (a) During the year the Company has provided loan and has stood guarantees to companies as follows

Particulars	₹ in Crores	
	Loans	Guarantees
Aggregate amount granted/provided during the year - Subsidiary Company	13.18	-
Balance outstanding as at balance sheet date in respect of the above Subsidiary	24.14	102.00 (out of which outstanding balances of loan as at year end amounts to ₹46.14 Crores)

During the year the Company has not provided loans, advances in the nature of loans, stood guarantee or provided security to companies, firms, Limited Liability Partnerships or any party other than as mentioned above.

- (b) During the year, the investments made and the terms and conditions of the grant of loan are not prejudicial to the Company's interest.



- (c) In respect of loans granted to a company, the schedule of repayment of principal and payment of interest has been stipulated. Repayment of principal had not fallen due during the year. The receipt of interest has been regular during the year.
- (d) There are no amounts of loans granted to company which are overdue for more than ninety days.
- (e) There were no loans granted to company which was fallen due during the year, that have been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same party.
- (f) The Company has not granted any loans or advances in the nature of loans, either repayable on demand or without specifying any terms or period of repayment to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(f) of the Order is not applicable to the Company.
- (iv) Loans, investments, guarantees and security in respect of which provisions of sections 185 and 186 of the Companies Act, 2013 are applicable have been complied with by the Company.
- (v) The Company has neither accepted any deposits from the public nor accepted any amounts which are deemed to be deposits within the meaning of sections 73 to 76 of the Companies Act and the rules made thereunder, to the extent applicable. Accordingly, the requirement to report on clause 3(v) of the Order is not applicable to the Company.
- (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) Undisputed statutory dues including goods and services tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of custom, duty of excise, value added tax, cess and other material statutory dues applicable to the Company have generally been regularly deposited with the appropriate authorities though there has been a slight delay in a few cases. According to the information and explanations given to us and based on audit procedures performed by us, no undisputed amounts payable in respect of these statutory dues were outstanding at the year end for a period of more than six months from the date they became payable.
- (b) The dues of goods and services tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of custom, duty of excise, value added tax, cess, and other material statutory dues have not been deposited 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	0.61	2012-2013, April' 2017 to June'2017	Adjudicating Authority
		0.76	April' 2005 to October' 2006 and March' 2016 to June' 2017	Commissioner (Appeals)
		36.66	1990- 1995, April' 2003 to June' 2017	Customs Excise Service Tax Appellate Tribunal (CESTAT)
		24.07	April' 1998 to November' 2000 April' 2008 to December' 2009 April' 2011 to February' 2015	High Court

\* Net of amount deposited on account of dispute.

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 Sales Tax Act, 1956 and The Value Added Tax Act, 2005	Sales Tax/ Value added Tax	12.21	1996-1997, 1999-2000 to 2001-2002, 2003-2004 to 2005-2006, 2017-2018	Appellate and Revisional Board
		6.06	1983-1984, 1984-1985, 1988-1989, 1989-1990, 1991-1992, 1992-1993, 1993-1994, 1995-1996, 1999-2000 and 2000-2001, 2002-2003 to 2010-2011 and 2012-2013 to 2017-2018	Appellate Authority
		4.00	1998-1999, 1999-2000, 2001-2002, 2003-2004, 2012-2013, 2013-2014, 2014-2015 and 2016-17	Taxation Tribunal
		2.47	1994-1995, 1996-1997, 1997-1998, 2003-2004, 2009-2010, 2012-2013, 2013-2014 and 2015-2016 to 2017-2018	High Courts
Goods and Service Tax Act, 2017	Goods and Service Tax	2.48	2017-18 to 2020-21 and April' 2021 to September' 2021	Adjudicating Authority
		0.09	October' 2017 - October' 2018	First Appellate Authority - Joint Commissioner of Appeal
Income Tax Act, 1961	Income Tax	7.15	2015-16 & 2017-18	Commissioner of Income Tax (Appeals)

\* Net of amount deposited on account of dispute.

- (viii) The Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year. Accordingly, the requirement to report on clause 3(viii) of the Order is not applicable to the Company.
- (ix) (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.
- (b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
- (c) The Company did not have any term loans outstanding during the year hence, the requirement to report on clause (ix)(c) of the Order is not applicable to the Company.
- (d) On an overall examination of the financial statements of the Company, no funds raised on short-term basis have been used for long term purposes by the Company.
- (e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries or joint ventures. The Company does not have any associate.
- (f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries or joint ventures. Hence, the requirement to report on clause (ix)(f) of the Order is not applicable to the Company.
- (x) (a) The Company has not raised any money during the year by way of initial public offer / further public offer (including debt instruments) and hence, the requirement to report on clause 3(x)(a) of the Order is not applicable to the Company.



- (b) The Company has not made any preferential allotment or private placement of shares /fully or partially or optionally convertible debentures during the year under audit and hence, the requirement to report on clause 3(x)(b) of the Order is not applicable to the Company
- (xi) (a) No fraud by the Company or no material fraud on the Company has been noticed or reported during the year. For an instance of cyber-attack, please refer Note 42 (b) to the standalone financial statements.
- (b) During the year, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed by cost auditor/secretarial auditor or by us in Form ADT – 4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- (c) We have taken into consideration the whistle blower complaints received by the Company during the year while determining the nature, timing and extent of audit procedures.
- (xii) The Company is not a nidhi company as per the provisions of the Companies Act, 2013. Therefore, the requirement to report on clause 3(xii)(a), (b) and (c) of the Order is not applicable to the Company.
- (xiii) Transactions with the related parties are in compliance with sections 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) (a) The Company has an internal audit system commensurate with the size and nature of its business.
- (b) The internal audit reports of the Company issued till the date of the audit report, for the period under audit have been considered by us.
- (xv) The Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence requirement to report on clause 3(xv) of the Order is not applicable to the Company.
- (xvi) (a) The provisions of section 45-IA of the Reserve Bank of India Act, 1934 (2 of 1934) are not applicable to the Company. Accordingly, the requirement to report on clause (xvi)(a) of the Order is not applicable to the Company.
- (b) The Company is not engaged in any Non-Banking Financial or Housing Finance activities. Accordingly, the requirement to report on clause (xvi)(b) of the Order is not applicable to the Company.
- (c) The Company is not a Core Investment Company as defined in the regulations made by Reserve Bank of India. Accordingly, the requirement to report on clause 3(xvi) of the Order is not applicable to the Company.
- (d) There is no Core Investment Company as a part of the Group, hence, the requirement to report on clause 3(xvi)(d) of the Order is not applicable to the Company.
- (xvii) The Company has not incurred cash losses in the current year and in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year and accordingly requirement to report on Clause 3(xviii) of the Order is not applicable to the Company.

- (xix) On the basis of the financial ratios disclosed in Note 52 to the standalone financial statements, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.
- (xx) (a) In respect of other than ongoing projects, there are no unspent amounts that are required to be transferred to a fund specified in Schedule VII of the Companies Act (the Act), in compliance with second proviso to sub section 5 of section 135 of the Act. This matter has been disclosed in Note 40.2 to the standalone financial statements.
- (b) There are no unspent amounts in respect of ongoing projects, that are required to be transferred to a special account in compliance of provision of sub section (6) of section 135 of Companies Act. This matter has been disclosed in Note 40.2 to the standalone financial statements.

For **S.R. Batliboi & Co. LLP**

*Chartered Accountants*

ICAI Firm Registration Number: 301003E/E30005

per **Vishal Sharma**

Partner

Membership Number: 096766

UDIN: 23096766BGYHTB9503

Place: New Delhi

Date: 15th May, 2023





## 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, 2023 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 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, 2023, 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 **Vishal Sharma**

Partner

Membership Number: 096766

UDIN: 3096766BGYHTB9503

Place: New Delhi

Date: 15th May, 2023

**STANDALONE BALANCE SHEET AS AT MARCH 31, 2023**

	Notes	₹ in Crores	
		As at March 31, 2023	As at March 31, 2022
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, plant and equipment	4	2,288.32	1,263.64
Capital work-in-progress	5	78.20	568.87
Intangible assets	6(a)	11.05	9.26
Right-of-use assets	45	441.20	371.82
Intangible asset under development	6(b)	0.35	-
Financial assets			
(a) Investments	7	745.42	681.42
(b) Loans	8	24.14	10.96
(c) Other financial assets	9	123.83	85.86
Income tax assets (net)	10	61.57	53.81
Other non-current assets	11	25.80	57.42
		<b>3,799.88</b>	<b>3,103.06</b>
<b>Current assets</b>			
Inventories	12	2,146.10	2,149.97
Financial assets			
(a) Investments	13	26.13	62.75
(b) Trade receivables	14	970.80	835.58
(c) Cash and cash equivalents	15	56.87	65.98
(d) Bank balances other than (c) above	16	117.60	140.90
(e) Other financial assets	17	52.53	65.08
Other current assets	18	230.18	202.58
		<b>3,600.21</b>	<b>3,522.84</b>
<b>Total assets</b>		<b>7,400.09</b>	<b>6,625.90</b>
<b>EQUITY AND LIABILITIES</b>			
Equity			
Equity share capital	19	97.14	97.13
Other equity	20	4,198.05	3,666.76
<b>Total Equity</b>		<b>4,295.19</b>	<b>3,763.89</b>
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
Financial liabilities			
(a) Borrowings			
(ai) Lease liabilities	45	305.81	245.68
(b) Other financial liabilities	21	71.60	71.74
Provisions	22	4.29	3.98
Deferred tax liabilities (net)	23	25.57	23.18
Other non-current liabilities	24	1.60	2.11
		<b>408.87</b>	<b>346.69</b>
<b>Current liabilities</b>			
Financial liabilities			
(a) Borrowings	25	674.70	515.56
(ai) Lease liabilities	45	78.80	69.69
(b) Trade payables			
i) Total outstanding dues of micro enterprises and small enterprises	26	97.46	64.43
ii) Total outstanding dues of creditors other than micro enterprises and small enterprises		1,576.88	1,640.66
(c) Other financial liabilities	27	92.20	103.40
Other current liabilities	28	105.54	67.94
Provisions	29	52.44	35.63
Income tax liabilities (net)	30	18.01	18.01
		<b>2,696.03</b>	<b>2,515.32</b>
<b>Total liabilities</b>		<b>3,104.90</b>	<b>2,862.01</b>
<b>Total equity and liabilities</b>		<b>7,400.09</b>	<b>6,625.90</b>
<b>Summary of significant accounting policies</b>	3		

The accompanying notes are an integral part of the Standalone financial statements.  
As per our report of even date

For **S.R. BATLIBOI & CO. LLP**  
Chartered Accountants  
Firm Registration Number 301003E/E300005  
per **Vishal Sharma**  
Partner  
Membership Number : 096766  
Place: New Delhi  
Dated: May 15, 2023

For and on behalf of Board of Directors of Berger Paints India Limited

**Kuldip Singh Dhingra** – Chairman (DIN: 00048406)  
**Gurbachan Singh Dhingra** – Vice-Chairman (DIN: 00048465)  
**Abhijit Roy** – Managing Director & CEO (DIN: 03439064)  
**Kaushik Ghosh** – Vice President & CFO (ACA – 059971)  
**Arunito Ganguly** – Vice President & Company Secretary (FCS – 9285)

**STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2023**

	Notes	₹ in Crores	
		Year Ended March 31, 2023	Year Ended March 31, 2022
<b>Income</b>			
Revenue from operations	32	9,470.62	7,740.93
Other income	33	77.15	63.12
<b>Total income</b>		<b>9,547.77</b>	<b>7,804.05</b>
<b>Expenses</b>			
Cost of materials consumed	34	5,270.87	4,504.30
Purchases of traded goods	35	910.90	691.40
Increase in inventories of finished goods, work-in-progress and traded goods	36	(94.65)	(349.61)
Employee benefits expense	37	458.12	400.58
Finance costs	38	86.28	42.93
Depreciation and amortisation expense	39	234.00	197.53
Other expenses	40	1,579.53	1,311.73
<b>Total expenses</b>		<b>8,445.05</b>	<b>6,798.86</b>
<b>Profit before tax</b>		<b>1,102.72</b>	<b>1,005.19</b>
<b>Tax expense</b>			
Current tax		271.75	258.81
Deferred tax charge /(credit)	23	2.58	(3.48)
<b>Total Tax Expense</b>		<b>274.33</b>	<b>255.33</b>
<b>Profit for the year (I)</b>		<b>828.39</b>	<b>749.86</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/(loss) on defined benefit obligations		(0.74)	1.10
Income tax effect thereof		0.19	(0.28)
<b>Other comprehensive income/(loss) for the year (II)</b>		<b>(0.55)</b>	<b>0.82</b>
<b>Total comprehensive income for the year (I + II)</b>		<b>827.84</b>	<b>750.68</b>
<b>Earnings per Equity Share of Face Value of ₹ 1 each</b>	41		
Basic (amount in ₹)		8.53	7.72
Diluted (amount in ₹)		8.53	7.72
<b>Summary of significant accounting policies</b>	3		

The accompanying notes are an integral part of the Standalone financial statements.  
As per our report of even date

For **S.R. BATLIBOI & CO. LLP**  
Chartered Accountants  
Firm Registration Number 301003E/E300005  
per **Vishal Sharma**  
Partner  
Membership Number : 096766  
Place: New Delhi  
Dated: May 15, 2023

For and on behalf of Board of Directors of Berger Paints India Limited

**Kuldip Singh Dhingra** – Chairman (DIN: 00048406)  
**Gurbachan Singh Dhingra** – Vice-Chairman (DIN: 00048465)  
**Abhijit Roy** – Managing Director & CEO (DIN: 03439064)  
**Kaushik Ghosh** – Vice President & CFO (ACA – 059971)  
**Arunito Ganguly** – Vice President & Company Secretary (FCS – 9285)



## STANDALONE STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2023

### 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, 2021</b>	97,12,95,037	97.13
Add: Issue of Shares on exercise of Employee Stock Options (Note 44) *	28,452	0.00
<b>As at March 31, 2022</b>	<b>97,13,23,489</b>	<b>97.13</b>
Add: Issue of Shares on exercise of Employee Stock Options (Note 44)	98,996	0.01
<b>As at March 31, 2023</b>	<b>97,14,22,485</b>	<b>97.14</b>

\* Refer Note 55

### b. Other Equity (Refer Note 20):

For the year ended March 31, 2023

₹ in Crores

Particulars	Reserves & Surplus						Total Equity
	Securities premium	Share Based Payment Reserve	Retained Earnings	Capital Reserve	General Reserve	Capital Redemption Reserve	
<b>As at April 1, 2022</b>	<b>120.72</b>	<b>6.77</b>	<b>3,248.60</b>	<b>0.02</b>	<b>290.61</b>	<b>0.04</b>	<b>3,666.76</b>
Profit for the year	-	-	828.39	-	-	-	828.39
Other comprehensive loss for the year (net of tax)	-	-	(0.55)	-	-	-	(0.55)
<b>Total Comprehensive Income for the year</b>	<b>-</b>	<b>-</b>	<b>827.84</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>827.84</b>
Share based payments (Note 44)	-	5.93	-	-	-	-	5.93
Exercise of share options (Note 44)	6.75	(6.75)	-	-	-	-	-
Share Options forfeited/lapsed (Note 44)	-	(1.37)	-	-	-	-	(1.37)
Dividends (Note 31)	-	-	(301.11)	-	-	-	(301.11)
<b>As at March 31, 2023</b>	<b>127.47</b>	<b>4.58</b>	<b>3,775.33</b>	<b>0.02</b>	<b>290.61</b>	<b>0.04</b>	<b>4,198.05</b>

## STANDALONE STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2023

### b. Other Equity (Refer Note 20) (contd.):

For the year ended March 31, 2022

₹ in Crores

Particulars	Reserves & Surplus						Total Equity
	Securities premium	Share Based Payment Reserve	Retained Earnings	Capital Reserve	General Reserve	Capital Redemption Reserve	
<b>As at April 1, 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>
Profit for the year	-	-	749.86	-	-	-	749.86
Other comprehensive income for the year (net of tax)	-	-	0.82	-	-	-	0.82
<b>Total Comprehensive Income for the year</b>	<b>-</b>	<b>-</b>	<b>750.68</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>750.68</b>
Share based payments (Note 44)	-	5.62	-	-	-	-	5.62
Exercise of share options (Note 44)	1.39	(1.39)	-	-	-	-	-
Share Options forfeited/lapsed (Note 44)	-	(0.06)	-	-	-	-	(0.06)
Dividends (Note 31)	-	-	(271.96)	-	-	-	(271.96)
<b>As at March 31, 2022</b>	<b>120.72</b>	<b>6.77</b>	<b>3,248.60</b>	<b>0.02</b>	<b>290.61</b>	<b>0.04</b>	<b>3,666.76</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**

For and on behalf of Board of Directors of Berger Paints India Limited

Chartered Accountants

Firm Registration Number 301003E/E300005

per **Vishal Sharma**

Partner

Membership Number : 096766

Place: New Delhi

Dated: May 15, 2023

**Kuldip Singh Dhingra** – Chairman (DIN: 00048406)

**Gurbachan Singh Dhingra** – Vice-Chairman (DIN: 00048465)

**Abhijit Roy** – Managing Director & CEO (DIN: 03439064)

**Kaushik Ghosh** – Vice President & CFO (ACA – 059971)

**Arunito Ganguly** – Vice President & Company Secretary (FCS – 9285)



**STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2023**

Particulars	₹ in Crores	
	Year Ended 31.03.2023	Year Ended 31.03.2022
<b>A. Cash flows from operating activities:</b>		
<b>Profit before tax</b>	<b>1,102.72</b>	<b>1,005.19</b>
Adjustments to reconcile profit before tax to net cash flows :		
Depreciation and amortisation expense	234.00	197.53
(Profit)/loss on sale/discard of Property, plant and equipment	4.27	(5.55)
Share based payment to employees	4.56	5.56
Sundry balances written back	(3.19)	(4.51)
Gain on early termination of leases	(3.53)	(1.26)
Corporate guarantee Income	(0.33)	(0.66)
Unrealised foreign exchange (gain)/ loss	(0.20)	0.80
Provision for bad and doubtful debts (net)	19.43	7.41
Net gain on sale of mutual fund investments measured at Fair Value Through Profit or Loss (FVTPL)	(0.86)	(6.48)
Fair value gain on mutual fund investments measured at Fair Value Through Profit or Loss (FVTPL)	(0.06)	(0.73)
Dividend income	(33.96)	(2.71)
Finance costs	86.28	42.93
Interest income	(10.17)	(14.15)
<b>Operating profit before working capital changes</b>	<b>1,398.96</b>	<b>1,223.37</b>
Adjustments for :		
Increase/(decrease) in trade payables	(31.08)	298.16
Increase in other financial liabilities	11.94	8.71
Increase in other liabilities	30.17	7.75
Increase in provisions	22.98	2.20
Increase in loans, deposits and other financial assets	(38.06)	(7.96)
Increase in other assets	(30.33)	(77.16)
(Increase)/decrease in trade receivables	(154.65)	(4.38)
(Increase)/decrease in inventories	3.87	(650.97)
<b>Cash generated from operations</b>	<b>1,213.80</b>	<b>799.72</b>
Direct taxes paid (net of refunds)	(279.51)	(270.15)
<b>Net cash flows from operating activities (A)</b>	<b>934.29</b>	<b>529.57</b>
<b>B. Cash flows from investing activities:</b>		
Purchase of property, plant and equipment and intangible assets (including capital work in progress and intangible assets under development)	(697.63)	(712.75)
Proceeds from sale of property, plant and equipment and intangible assets	1.58	8.60
Loan given to a subsidiary	(13.18)	(10.96)
Investment in subsidiaries	(61.18)	(95.55)
Advances for share application money (pending allotment)	-	(2.84)
Proceeds from sale of current investments	700.99	1,129.29
Purchase of current investments	(663.45)	(983.01)
Proceeds from maturity of fixed deposits with banks	150.82	387.52
Investment in fixed deposits with banks	(117.43)	(288.66)
Dividend received	33.96	2.71
Interest received	6.38	16.73
<b>Net cash used in investing activities (B)</b>	<b>(659.14)</b>	<b>(548.92)</b>
<b>C. Cash flows from financing activities:</b>		
Proceeds from issuance of equity share capital *	0.01	0.00
Net movement in cash credit	(0.13)	(4.88)
Other short term borrowings taken	7,873.67	3,020.00
Repayment of other short term borrowings	(7,714.40)	(2,655.00)
Payment of lease liabilities (including interest)	(90.88)	(72.16)
Interest paid	(51.42)	(21.35)
Dividend paid	(301.11)	(271.96)
Net cash used in financing activities (C)	(284.26)	(5.35)
<b>Net decrease in cash and cash equivalents [A+B+C]</b>	<b>(9.11)</b>	<b>(24.70)</b>
<b>Cash and cash equivalents as at the beginning of the year (Refer Note 15)</b>	<b>65.98</b>	<b>90.68</b>
<b>Cash and cash equivalents as at end of the year (Refer Note 15)</b>	<b>56.87</b>	<b>65.98</b>
<b>Components of cash and cash equivalents</b>		
<b>Balances with banks (Refer Note 15)</b>		
- On current accounts	55.03	50.22
- Deposits with original maturity of less than three months	1.25	11.50
Cheques/drafts on hand	0.42	3.96
Cash on hand	0.17	0.30
<b>Total cash and cash equivalents</b>	<b>56.87</b>	<b>65.98</b>

\* Refer Note 55

**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 **Vishal Sharma**

Partner

Membership Number : 096766

Place: New Delhi

Dated: May 15, 2023

For and on behalf of Board of Directors of Berger Paints India Limited

**Kuldip Singh Dhingra** – Chairman (DIN: 00048406)

**Gurbachan Singh Dhingra** – Vice-Chairman (DIN: 00048465)

**Abhijit Roy** – Managing Director & CEO (DIN: 03439064)

**Kaushik Ghosh** – Vice President & CFO (ACA – 059971)

**Arunito Ganguly** – Vice President & Company Secretary (FCS – 9285)

**NOTES TO STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2023**

**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 Standalone Financial Statements were approved for issue in accordance with a resolution of the Board of directors on May 15, 2023.

**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 Standalone 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 Standalone 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.

The Company has prepared the financial statements on the basis that it will continue to operate as a going concern.

The standalone 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.

**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.



## NOTES TO STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2023

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 terms of the liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

The Company 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 Company has identified twelve months as its operating cycle.

### 3.2. Foreign Currencies

Items included in the Standalone Financial Statements of the Company are measured using the currency of the primary economic environment in which the Company operates ('the functional currency'). The Standalone 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).

In determining the spot exchange rate to use on initial recognition of the related asset, expense or income (or part of it) on the derecognition of a non-monetary asset or non-monetary liability relating to advance consideration, the date of the transaction is the date on which the Company initially recognises the non-monetary asset or non-monetary liability arising from the advance

## NOTES TO STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2023

consideration. If there are multiple payments or receipts in advance, the Company determines the transaction date for each payment or receipt of advance consideration.

### 3.3. Fair Value Measurement

The Company measures financial instruments 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 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.

All assets and liabilities for which fair value is measured or disclosed in the Standalone 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 Standalone 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.



## NOTES TO STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2023

The Company determines the policies and procedures for both recurring fair value measurement, such as unquoted financial assets measured at fair value, and for non-recurring measurement, such as assets held for sale in discontinued operations, if any.

External valuers are involved for valuation of significant assets, such as properties and unquoted financial assets, and significant liabilities, such as contingent consideration. Involvement of external valuers is decided upon annually by the management after discussion with and approval by the Company's Audit Committee. Selection criteria include market knowledge, reputation, independence and whether professional standards are maintained.

At each reporting date, the management analyses the movements in the values of assets and liabilities which are required to be remeasured or re-assessed as per the Companies accounting policies. For this analysis, the management verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents.

### 3.4. Revenue from contract with customer

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.

#### 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

## NOTES TO STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2023

in accordance with terms and condition of underlying contracts. Obligations under each milestone are performed over short durations of not more than a month.

#### Interest income

Interest income is accrued on a time proportion basis, by reference to the principal outstanding and effective interest rate applicable.

#### Dividend income

Dividend income from investments is recognised when the right to receive payment has been established.

#### 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 sections "Financial instruments – initial recognition and measurement" and "Financial instruments – subsequent measurement". Refer Note No. 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 related 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.

### 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.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. 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. The Company shall reflect



## NOTES TO STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2023

the effect of uncertainty for each uncertain tax treatment by using either most likely method or expected value method, depending on which method predicts better resolution of the treatment.

### **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 Standalone 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 liabilities are recognised for all taxable temporary differences, except:

- ▶ When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.
- ▶ In respect of taxable temporary differences associated with investments in subsidiaries and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

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.

In assessing the recoverability of deferred tax assets, the Company relies on the same forecast assumptions used elsewhere in the financial statements and in other management reports, which, among other things, reflect the potential impact of climate-related development on the business, such as increased cost of production as a result of measures to reduce carbon emission.

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.

## NOTES TO STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2023

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 recognized 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 recognized 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 (PPE) are carried at cost of acquisition, on current cost basis less accumulated depreciation and accumulated impairment losses, 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 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 42 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,



## NOTES TO STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2023

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. The Company also considers the impact of health, safety and environmental legislation in its assessment of expected useful lives and estimated residual values.

### 3.7.1 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.

### 3.8. Intangible Assets

Intangible Assets are recognized 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.

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the statement of profit and loss unless such expenditure forms part of carrying value of another asset.

An intangible asset is derecognised upon disposal (i.e., at the date the recipient obtains control) or when no future economic benefits are expected from its use or disposal. Gains or losses arising from derecognition of an intangible asset are measured as

## NOTES TO STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2023

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.
- (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 (known as Qualifying assets) 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.





## NOTES TO STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2023

### 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:

- Leasehold Land and Building 2 years to 99 years

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

## NOTES TO STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2023

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 45.

#### 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 includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Costs 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.

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



## NOTES TO STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2023

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.

The Company assesses where climate risks could have a significant impact, such as the introduction of emission-reduction legislation that may increase manufacturing costs. These risks in relation to climate-related matters are included as key assumptions where they materially impact the measure of recoverable amount. These assumptions have been included in the cash-flow forecasts in assessing value-in-use amounts.

### 3.14. Provisions and Contingencies

A provision is recognized 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

## NOTES TO STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2023

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.

The impact of climate-related matters on remediation of environmental damage is considered with determining the decommissioning liability on the manufacturing facility.

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 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 Company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. The Company does not recognize a contingent liability but discloses its existence in the Standalone Financial Statements.

### 3.15. Employee Benefits

#### Short-term Employee Benefits:

Liabilities for short-term employee benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as 'Employee Benefits Payable' within 'Other Financial Liabilities' in the Balance Sheet.

#### Post-employment 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



## NOTES TO STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2023

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 Miscellaneous 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 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 recognizes 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 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 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

## NOTES TO STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2023

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 pro rata 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 for the purpose of presentation in cash flow statement and in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less that are readily convertible to known amounts of cash, 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 recognized 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.

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.



## NOTES TO STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2023

### 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.

In order for a financial asset to be classified and measured at amortised cost or fair value through OCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level. Financial assets with cash flows that are not SPPI are classified and measured at fair value through profit or loss, irrespective of the business model.

The Company's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both. Financial assets classified and measured at amortised cost are held within a business model with the objective to hold financial assets in order to collect contractual cash flows while financial assets classified and measured at fair value through OCI are held within a business model with the objective of both holding to collect contractual cash flows and selling.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the marketplace (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

#### ii. Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in below categories:

- Debt instruments at amortised cost
- Equity instruments measured at fair value through other comprehensive income (FVTOCI)
- Financial assets at fair value through profit or loss.

#### 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.

## NOTES TO STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2023

### 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 Company decides to classify the same either as at FVTOCI or Fair Value Through Profit or Loss (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 recognized 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 recognized 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 Company's 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:

- a. 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.



## NOTES TO STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2023

- b. 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) recognized during the period is recognized 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 Company does not reduce impairment allowance from the gross carrying amount.

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.

## NOTES TO STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2023

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 recognized in OCI. These gains/ losses are not subsequently transferred to SPL. 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

### Trade Payables

Trade payables represent liabilities for goods and services provided to the Company prior to the end of financial year which are unpaid. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

### 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 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.

### 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.

### Reclassification of Financial Assets and Liabilities:

The Company determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets



## NOTES TO STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2023

which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Company's senior management determines change in the business model as a result of external or internal changes which are significant to the Company's operations. Such changes are evident to external parties. A change in the business model occurs when the Company either begins or ceases to perform an activity that is significant to its operations. If the Company reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Company does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

The following table shows various reclassification and how they are accounted for:

Original classification	Revised classification	Accounting treatment
Amortised cost	FVTPL	Fair value is measured at reclassification date. Difference between previous amortized cost and fair value is recognised in profit or loss.
FVTPL	Amortised Cost	Fair value at reclassification date becomes its new gross carrying amount. EIR is calculated based on the new gross carrying amount.
Amortised cost	FVTOCI	Fair value is measured at reclassification date. Difference between previous amortised cost and fair value is recognised in OCI. No change in EIR due to reclassification.
FVTOCI	Amortised cost	Fair value at reclassification date becomes its new amortised cost carrying amount. However, cumulative gain or loss in OCI is adjusted against fair value. Consequently, the asset is measured as if it had always been measured at amortised cost.
FVTPL	FVTOCI	Fair value at reclassification date becomes its new carrying amount. No other adjustment is required.
FVTOCI	FVTPL	Assets continue to be measured at fair value. Cumulative gain or loss previously recognized in OCI is reclassified from equity to profit or loss the reclassification date.

### Offsetting of financial instruments

Financial assets and financial liabilities are off-set 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. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

### 3.21. Cash dividend to equity holders of the Company

The Company recognises a liability to make cash distributions to equity holders of the Company 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.

## NOTES TO STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2023

### 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 Standalone financial statement are reflective of the information required by Ind AS 108 "Operating Segments".

### 3.23. New and amended standards

The Ministry of Corporate Affairs has notified Companies (Indian Accounting Standard) Amendment Rules 2022 dated March 23, 2022, to amend the following Ind AS which are effective from April 01, 2022.

#### (a) Amendments to Ind AS 37: Onerous Contracts - Costs of Fulfilling a Contract

An onerous contract is a contract under which the unavoidable cost of meeting the obligations under the contract costs (i.e., the costs that the Company cannot avoid because it has the contract) exceed the economic benefits expected to be received under it.

The amendments specify that when assessing whether a contract is onerous or loss-making, an entity needs to include costs that relate directly to a contract to provide goods or services including both incremental costs (e.g., the costs of direct labour and materials) and an allocation of costs directly related to contract activities (e.g., depreciation of equipment used to fulfil the contract and costs of contract management and supervision). General and administrative costs do not relate directly to a contract and are excluded unless they are explicitly chargeable to the counterparty under the contract.

The Company applied the amendments to the contracts for which it had not fulfilled all of its obligations at the beginning of the reporting period.

Prior to the application of the amendments, the Company had not identified any contracts as being onerous as the unavoidable costs under the contracts, which were the costs of fulfilling them, comprised only incremental costs directly related to the contracts. As a result of the amendments, the Company assessed whether certain other directly related costs are required to be included by the Company in determining the costs of fulfilling the contracts. These amendments had no impact on the Standalone financial statements of the Company as there were no onerous contracts within the scope of these amendments that arose during the period.

#### (b) Reference to the Conceptual Framework – Amendments to Ind AS 103

The amendments replaced the reference to the ICAI's "Framework for the Preparation and Presentation of Financial Statements under Indian Accounting Standards" with the reference to the "Conceptual Framework for Financial Reporting under Indian Accounting Standard" without significantly changing its requirements.



## NOTES TO STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2023

The amendments also added an exception to the recognition principle of Ind AS 103 Business Combinations to avoid the issue of potential 'day 2' gains or losses arising for liabilities and contingent liabilities that would be within the scope of Ind AS 37 Provisions, Contingent Liabilities and Contingent Assets or Appendix C, Levies, of Ind AS 37, if incurred separately. The exception requires entities to apply the criteria in Ind AS 37 or Appendix C, Levies, of Ind AS 37, respectively, instead of the Conceptual Framework, to determine whether a present obligation exists at the acquisition date.

The amendments also add a new paragraph to IFRS 3 to clarify that contingent assets do not qualify for recognition at the acquisition date.

In accordance with the transitional provisions, the Company applies the amendments prospectively, i.e., to business combinations occurring after the beginning of the annual reporting period in which it first applies the amendments (the date of initial application).

These amendments had no impact on the Standalone financial statements of the Company as there were no contingent assets, liabilities or contingent liabilities within the scope of these amendments that arose during the period.

### (c) Amendments to Ind AS 16: Property, Plant and Equipment: Proceeds before Intended Use

The amendments modified paragraph 17(e) of Ind AS 16 to clarify that excess of net sale proceeds of items produced over the cost of testing, if any, shall not be recognised in the profit or loss but deducted from the directly attributable costs considered as part of cost of an item of property, plant, and equipment.

The amendments are effective for annual reporting periods beginning on or after 1st April, 2022. These amendments had no impact on the standalone financial statements of the Company as there were no sales of such items produced by property, plant and equipment made available for use on or after the beginning of the earliest period presented.

### (d) Ind AS 109 Financial Instruments – Fees in the '10 per cent' test for derecognition of financial liabilities

The amendment clarifies the fees that an entity includes when assessing whether the terms of a new or modified financial liability are substantially different from the terms of the original financial liability. These fees include only those paid or received between the borrower and the lender, including fees paid or received by either the borrower or lender on the other's behalf.

These amendments had no material impact on the Standalone Financial Statements of the Company.

## 3.24. Standards notified but not yet effective

The Ministry of Corporate Affairs has notified Companies (Indian Accounting Standards) Amendment Rules, 2023 dated 31st March, 2023 to amend the following Ind AS which are effective from 1st April, 2023.

### (i) Definition of Accounting Estimates - Amendments to Ind AS 8

The amendments clarify the distinction between changes in accounting estimates and changes in accounting policies and the correction of errors. It has also been clarified how entities use measurement techniques and inputs to develop accounting estimates.

## NOTES TO STANDALONE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2023

The amendments are effective for annual reporting periods beginning on or after 1st April, 2023 and apply to changes in accounting policies and changes in accounting estimates that occur on or after the start of that period.

The amendments are not expected to have a material impact on the standalone financial statements.

### (ii) Disclosure of Accounting Policies - Amendments to Ind AS

The amendments aim to help entities provide accounting policy disclosures that are more useful by replacing the requirement for entities to disclose their 'significant' accounting policies with a requirement to disclose their 'material' accounting policies and adding guidance on how entities apply the concept of materiality in making decisions about accounting policy disclosures.

The amendments to Ind AS 1 are applicable for annual periods beginning on or after 1st April, 2023. Consequential amendments have been made in Ind AS 107.

The Company is currently revisiting their accounting policy information disclosures to ensure consistency with the amended requirements.

### (iii) Deferred Tax related to Assets and Liabilities arising from a Single Transaction - Amendments to Ind AS 12

The amendments narrow the scope of the initial recognition exception under Ind AS 12, so that it no longer applies to transactions that give rise to equal taxable and deductible temporary differences.

The amendments should be applied to transactions that occur on or after the beginning of the earliest comparative period presented. In addition, at the beginning of the earliest comparative period presented, a deferred tax asset (provided that sufficient taxable profit is available) and a deferred tax liability should also be recognised for all deductible and taxable temporary differences associated with leases and decommissioning obligations. Consequential amendments have been made in Ind AS 101. The amendments to Ind AS 12 are applicable for annual periods beginning on or after 1st April, 2023.

The Company is currently assessing the impact of the amendments.



## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 4. Property, plant and equipment

₹ in Crores

Particulars	Freehold Land	Buildings #	Plant and Equipment ##	Furniture and Fixtures	Computer ##	Office Equipment	Vehicles	Total
<b>Gross Carrying Amount</b>								
As at April 1, 2021	12.73	564.06	1,088.66	34.29	56.32	20.13	13.64	1,789.83
Additions	-	44.09	155.97	2.37	2.79	4.43	3.04	212.69
Disposals	-	(1.79)	(60.02)	(0.51)	(7.43)	(0.25)	(2.51)	(72.51)
Other Adjustments @	(0.70)	-	-	-	-	-	-	(0.70)
<b>As at March 31, 2022</b>	<b>12.03</b>	<b>606.36</b>	<b>1,184.61</b>	<b>36.15</b>	<b>51.68</b>	<b>24.31</b>	<b>14.17</b>	<b>1,929.31</b>
Additions	-	459.90	706.97	6.02	8.38	6.48	3.42	1,191.17
Disposals	-	(2.14)	(16.51)	(0.07)	(1.56)	(0.29)	(2.70)	(23.27)
<b>As at March 31, 2023</b>	<b>12.03</b>	<b>1,064.12</b>	<b>1,875.07</b>	<b>42.10</b>	<b>58.50</b>	<b>30.50</b>	<b>14.89</b>	<b>3,097.21</b>
<b>Accumulated Depreciation</b>								
As at April 1, 2021	-	87.68	430.49	19.00	41.62	11.14	4.97	594.90
Charge for the year	-	21.01	103.65	3.17	6.90	3.42	2.28	140.43
Disposals	-	(0.21)	(59.75)	(0.35)	(7.42)	(0.23)	(1.70)	(69.66)
<b>As at March 31, 2022</b>	<b>-</b>	<b>108.48</b>	<b>474.39</b>	<b>21.82</b>	<b>41.10</b>	<b>14.33</b>	<b>5.55</b>	<b>665.67</b>
Charge for the year	-	24.53	118.96	3.58	7.31	3.95	2.32	160.65
Disposals	-	(0.37)	(13.96)	(0.04)	(1.49)	(0.08)	(1.49)	(17.43)
<b>As at March 31, 2023</b>	<b>-</b>	<b>132.64</b>	<b>579.39</b>	<b>25.36</b>	<b>46.92</b>	<b>18.20</b>	<b>6.38</b>	<b>808.89</b>
<b>Net Carrying Amount</b>								
As at March 31, 2023	12.03	931.48	1,295.68	16.74	11.58	12.30	8.51	2,288.32
As at March 31, 2022	12.03	497.88	710.22	14.33	10.58	9.98	8.62	1,263.64

# Includes building constructed on leasehold land.

@ Represents capital subsidy recognised under Industrial Investment Promotion Policy (IIPP) 2010-15 from Government of Andhra Pradesh.

Refer Note 46(b)(iii) & 46(b)(iv) for details of mortgage on certain immovable properties.

## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 4. Property, plant and equipment (contd.)

## (i) Includes following assets (together constituting color bank machine) given under operating lease arrangements to the dealers:

₹ in Crores

Particulars	Plant and Equipment	Computer	Total
<b>Gross Carrying Amount</b>			
As at April 1, 2021	300.04	22.70	322.74
Additions	54.37	0.95	55.32
Disposals	(59.38)	(7.28)	(66.66)
<b>As at March 31, 2022</b>	<b>295.03</b>	<b>16.37</b>	<b>311.40</b>
Additions	69.32	1.60	70.92
Disposals *	(14.13)	0.00	(14.13)
<b>As at March 31, 2023</b>	<b>350.22</b>	<b>17.97</b>	<b>368.19</b>
<b>Accumulated Depreciation</b>			
As at April 1, 2021	192.01	18.59	210.60
Charge for the year	43.32	2.17	45.49
Disposals	(59.36)	(7.28)	(66.64)
<b>As at March 31, 2022</b>	<b>175.97</b>	<b>13.48</b>	<b>189.45</b>
Charge for the year	49.87	2.81	52.68
Disposals *	(12.44)	(0.00)	(12.44)
<b>As at March 31, 2023</b>	<b>213.40</b>	<b>16.29</b>	<b>229.69</b>
<b>Net Carrying Amount</b>			
As at March 31, 2023	136.82	1.68	138.50
As at March 31, 2022	119.06	2.89	121.95

\* Refer Note 55

(ii) Title deeds of immovable properties set out in Note 4 above, are in the name of the Company except those mentioned below which is transferred to and vested in the Company pursuant to the Schemes of Amalgamation in earlier years.

₹ in Crores

Assets	Number of Title deeds	Description of item of property	Gross Carrying Amount		Net Carrying Amount		Title Deeds held in the name of	Whether title deed holder is a promoter, director or relative of promoter/director or employee of promoter/director	Property held since which date	Reason for not being held in the name of the company
			As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022				
Property, plant and equipment	1	Freehold land at Rishra, West Bengal	1.36	1.36	1.36	1.36	Berger Auto & Industrial Coatings Limited	No	March 03, 2005	Refer Note below

Note: In terms of the order dated March 03, 2005 by the Hon'ble High Court at Calcutta approving Scheme of Amalgamation of Berger Auto and Industrial Coatings Limited with the Company, the particular freehold land was transferred to the Company.





## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 5. Capital work in Progress

₹ in Crores

Particulars	Building	Plant and Equipment	Other Assets	Total
<b>As at April 1, 2021</b>	<b>44.63</b>	<b>49.06</b>	<b>3.91</b>	<b>97.60</b>
Addition	276.32	394.09	13.55	683.96
Transferred to property, plant and equipment	(44.09)	(155.97)	(12.63)	(212.69)
<b>As at March 31, 2022</b>	<b>276.86</b>	<b>287.18</b>	<b>4.83</b>	<b>568.87</b>
Addition	212.33	468.57	19.60	700.50
Transferred to property, plant and equipment	(459.90)	(706.97)	(24.30)	(1,191.17)
<b>As at March 31, 2023</b>	<b>29.29</b>	<b>48.78</b>	<b>0.13</b>	<b>78.20</b>

#### (a) Capital work in progress (CWIP) Ageing Schedule

₹ in Crores

Particulars	As at 31 March 2023				
	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	67.97	7.30	0.76	2.17	78.20
Particulars	As at 31 March 2022				
	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	550.07	5.01	7.27	6.52	568.87

(b) There are no projects as on each reporting period where activity have been suspended. Also there are no projects as on each reporting period which have exceeded cost as compared to its original plan or where completion is overdue.

### Note 6(a) - Intangible assets

₹ in Crores

Particulars	Computer Software	Total
<b>Gross Carrying Amount</b>		
<b>As at April 1, 2021</b>	<b>23.05</b>	<b>23.05</b>
Additions	6.13	6.13
Disposals*	(0.00)	(0.00)
<b>As at March 31, 2022</b>	<b>29.18</b>	<b>29.18</b>
Additions	5.88	5.88
Disposals	(1.62)	(1.62)
<b>As at March 31, 2023</b>	<b>33.44</b>	<b>33.44</b>
<b>Accumulated Amortisation</b>		
<b>As at April 1, 2021</b>	<b>16.66</b>	<b>16.66</b>
Charge for the year	3.26	3.26
Disposals *	(0.00)	(0.00)

\* Refer Note 55

## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 6a - Intangible assets (contd.)

₹ in Crores

Particulars	Computer Software	Total
As at March 31, 2022	19.92	19.92
Charge for the year	4.09	4.09
Disposals	(1.62)	(1.62)
<b>As at March 31, 2023</b>	<b>22.39</b>	<b>22.39</b>
<b>Net Carrying Amount</b>		
<b>As at March 31, 2023</b>	<b>11.05</b>	<b>11.05</b>
<b>As at March 31, 2022</b>	<b>9.26</b>	<b>9.26</b>

\* Refer Note 55

### Note 6(b) - Intangible assets under development

₹ in Crores

Particulars	Computer Software
<b>As at April 1, 2021</b>	-
Addition	-
Transferred to Intangible Assets	-
<b>As at March 31, 2022</b>	-
Addition	0.35
Transferred to Intangible Assets	-
<b>As at March 31, 2023</b>	<b>0.35</b>

#### Intangible asset under development ageing schedule:

₹ in Crores

Particulars	As at 31 March 2023				
	Amount in Intangible asset under development for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	0.35	-	-	-	0.35
Particulars	As at 31 March 2022				
	Amount in Intangible asset under development for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	-	-	-	-	-

There are no projects as on current reporting period where activity has been suspended. Also there are no projects as on current reporting period which has exceeded cost as compared to its original plan or where completion is overdue.



## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 7. Non-current financial assets - Investments

Particulars	Nominal Value per unit	Currency	Number of shares		Amount (₹ in Crores)	
			As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
<b>At Fair value through profit or loss (FVTPL): Investment in equity other than subsidiary and joint venture</b>						
Equity Shares - Unquoted (Fully Paid)						
Shaktikunj Apartments Limited *	1.00	INR	-	1,498	-	0.00
					-	0.00
<b>At cost:</b>						
Equity Shares - Unquoted (Fully Paid)						
<b>Investment in Subsidiaries</b>						
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	80,72,220	78,65,185	101.11	98.28
Less: Impairment loss recognised till date (Refer note 40.3)					(71.40)	(71.40)
Net carrying amount of investment					29.71	26.88
Lusako Trading Limited	1.71	EURO	2,40,47,918	1,96,50,412	337.24	276.07
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
<b>Investment in Joint Ventures</b>						
Berger Becker Coatings Private Limited	100.00	INR	2,70,850	2,70,850	2.71	2.71
Berger Nippon Paint Automotive Coatings Private Limited	1,000.00	INR	15,48,398	15,48,398	154.84	154.84
<b>Total</b>					<b>745.42</b>	<b>681.42</b>
<b>Aggregate book value of Unquoted Investments</b>					<b>745.42</b>	<b>681.42</b>
<b>Aggregate amount of impairment in value of Investments</b>					<b>71.40</b>	<b>71.40</b>

Notes : \* Refer Note 55.

Refer Note 49(a) for information about fair value determination.

### Note 8. Non-current financial assets - Loans

(Unsecured, considered good unless otherwise stated)

₹ in Crores

Particulars	As at March 31, 2023	As at March 31, 2022
<b>At amortised cost</b>		
Loan to a subsidiary (Refer Note 47b)	24.14	10.96
<b>Total</b>	<b>24.14</b>	<b>10.96</b>

## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Disclosure required under Sec 186(4) of the Companies Act 2013 (contd.)

Details of loans and advances given to related parties are as follows:

Related parties	Non Current (₹ in Crores)		Repayment Term
	As at March 31, 2023	As at March 31, 2022	
Beepee Coatings Private Limited	24.14	10.96	Loan of ₹12 Crores granted at an interest rate of 5.85% per annum for a period of 5 years. The borrower will repay the loan in semi-annual equal installments commencing from the end of 2.5 years with an initial moratorium of 2 years.  Loan of ₹12.14 Crores granted at an interest rate of 8.00% per annum for a period of 10 years. The borrower will repay the loan in equal annual installments commencing from the end of 3rd year with an initial moratorium of 2 years.  The borrower shall pay the accrued interest on the above loans on a quarterly basis on the outstanding value of the loan with immediate effect.

The above loan is unsecured and utilised by the subsidiary for its business activities.

### Note 9. Non-current financial assets - Other financial assets

(Unsecured, considered good unless otherwise stated)

₹ in Crores

Particulars	As at March 31, 2023	As at March 31, 2022
<b>At amortised cost</b>		
Security deposits* @	17.96	18.25
Bank Deposits with maturity of more than twelve months**	24.22	34.67
Subsidy receivable @@@	81.65	30.10
Advances for share application money (to related parties) (Refer Note 47b) ##	-	2.84
<b>Total</b>	<b>123.83</b>	<b>85.86</b>

\* Refer Note 47b for security deposits given to related parties.

## Represents share application money pending allotment in Berger Paints (Cyprus) Limited (wholly owned subsidiary).

\*\* Includes deposits pledged against Bank Guarantees.

@ Security Deposits include deposits on account of rent and electricity.

@@@ The Company has subsidy receivable under various Incentive Schemes/Packages of State Government and Government of India applicable to eligible units.

### Note 10. Income Tax assets (net)

₹ in Crores

Particulars	As at March 31, 2023	As at March 31, 2022
<b>Advance payment of income tax</b> [Net of provision for tax of ₹1,508.76 Crores (March 31, 2022 - ₹1,237.01 Crores)]	61.57	53.81
<b>Total</b>	<b>61.57</b>	<b>53.81</b>



## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 11. Other non-current assets

(Unsecured considered good unless otherwise stated)

₹ in Crores

Particulars	As at March 31, 2023	As at March 31, 2022
Capital advances	20.13	52.30
Prepayments	0.10	0.36
Balances with statutory/government authorities #	5.57	4.76
<b>Total</b>	<b>25.80</b>	<b>57.42</b>

# Above represent payments made to various Government Authorities under protest relating to certain indirect tax matters.

### Note 12. Inventories

(at lower of cost and net realisable value)

₹ in Crores

Particulars	As at March 31, 2023	As at March 31, 2022
Raw materials [Including in-transit ₹101.73 Crores (March 31, 2022 - ₹140.30 Crores)]	631.73	732.49
Packing materials	42.05	43.55
Work in progress	129.41	133.19
Finished goods	1,167.32	1,095.92
Traded goods	155.13	128.10
Stores and Spares	20.46	16.72
<b>Total</b>	<b>2,146.10</b>	<b>2,149.97</b>

The Company has recognised income/ (expenses) of ₹3.99 Crores [March 31, 2022- ₹(7.66 Crores)] (net of reversal) in respect of write down of inventory to net realisable value, slow moving, damaged and obsolete items.

### Note 13. Current financial assets - Investments

₹ in Crores

Particulars	As at March 31, 2023	As at March 31, 2022
<b>At fair value through profit or loss (FVTPL):</b>		
Investments in Mutual Funds - Unquoted	26.13	62.75
<b>Aggregate amount of Unquoted Investments</b>	<b>26.13</b>	<b>62.75</b>

Refer Note 49a for determination of fair value.

## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 14. Current financial assets-Trade Receivables

₹ in Crores

Particulars	As at March 31, 2023	As at March 31, 2022
<b>At amortised Cost</b>		
Unsecured:		
Considered good #	970.80	835.58
Credit impaired	31.83	19.01
Less: Allowance for credit impaired trade receivable	(31.83)	(19.01)
<b>Total</b>	<b>970.80</b>	<b>835.58</b>
<b># Includes debts due from related parties:</b>		
Berger Jenson & Nicholson (Nepal) Private Limited	9.31	10.33
Berger Becker Coatings Private Limited	3.14	10.85
SBL Specialty Coatings Private Limited	-	1.51
Berger Nippon Paint Automotive Coatings Private Limited	24.17	12.94
Berger Paints Overseas Limited *	0.06	0.00
Berger Rock Paints Private Limited	12.58	9.58
Berger Hesse Wood Coatings Private Limited	0.79	0.39
Berger Paints (Bangladesh) Limited	0.02	0.40
Kanwar Properties Private Limited*	-	0.00
Shalimar Tar Products Limited*	0.01	0.00
Mrs Sunaina Kohli*	0.00	0.00
Bolix S.A	0.11	-

(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 47.

(iii) Refer Note 50 for Movement in expected credit loss allowance on trade receivable.

\* Refer Note 55

### Trade receivables Ageing Schedule

₹ in Crores

Particulars	Current but not due	Outstanding as on March 31, 2023 from due date of payment					Total
		Less than 6 Months	6 months – 1 year	1-2 years	2-3 years	More than 3 years	
<b>Undisputed Trade Receivables:</b>							
Considered good	770.49	128.95	22.59	34.82	10.82	3.13	970.80
Credit impaired	5.84	2.73	4.24	4.34	7.04	2.30	26.49
<b>Disputed Trade Receivables:</b>							
Credit impaired	0.41	0.60	0.62	1.48	1.11	1.12	5.34

Note: There are no unbilled dues as on each reporting date.



## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 14. Trade Receivables Ageing Schedule (contd.)

₹ in Crores

Particulars	Current but not due	Outstanding as on March 31, 2022 from due date of payment					Total
		Less than 6 Months	6 months – 1 year	1-2 years	2-3 years	More than 3 years	
<b>Undisputed Trade Receivables:</b>							
Considered good	679.10	104.57	20.10	28.63	2.66	0.52	835.58
Credit impaired	0.29	1.43	1.73	2.50	3.43	3.33	12.71
<b>Disputed Trade Receivables:</b>							
Credit impaired	0.15	0.02	0.20	1.07	2.94	1.92	6.30

Note: There are no unbilled dues as on each reporting date.

### Note 15. Current Financial assets- Cash and Cash Equivalents

₹ in Crores

Particulars	As at March 31, 2023	As at March 31, 2022
<b>At amortised cost</b>		
Balances with banks:		
– On current accounts	55.03	50.22
– Deposits with original maturity of less than three months #	1.25	11.50
Cheques/drafts on hand	0.42	3.96
Cash on hand	0.17	0.30
<b>Total</b>	<b>56.87</b>	<b>65.98</b>

# Short-term deposits are made for periods varying between one day and three months, depending on the immediate cash requirements of the Company, and it earns interest in the range of 1.75 % to 4.50% p.a (March 31, 2022- 2.50% to 3.50% p.a).

### Note 16. Current Financial Assets - Other bank balances

₹ in Crores

Particulars	As at March 31, 2023	As at March 31, 2022
<b>At amortised cost</b>		
Other bank balances:		
– Balance in Unpaid Dividend Account @	4.71	5.07
– Deposits with maturity of not less than three months but not more than twelve months ##	112.89	135.83
<b>Total</b>	<b>117.60</b>	<b>140.90</b>

@ Earmarked for payment of Unclaimed Dividend.

## Deposits with Banks earn interest between 5.30% to 7.75% p.a (March 31, 2022- 4.00% to 5.40% p.a) and are made for periods varying between 91 to 365 days (March 31, 2022 - periods between 91 to 365 days).

## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 17. Current Financial assets - Other financial assets

(Unsecured, considered good unless otherwise stated)

₹ in Crores

Particulars	As at March 31, 2023	As at March 31, 2022
<b>At amortised cost</b>		
Security deposits* @	7.93	6.63
Interest accrued on deposits	3.76	2.48
Subsidy receivable #	34.30	48.32
Other receivables **	6.54	7.65
<b>Total</b>	<b>52.53</b>	<b>65.08</b>

\* Refer Note 47b for security deposits given to related parties.

@ Security deposits include deposits on account of rent, tender and supply-apply contracts.

# The Company has subsidy receivable under various Incentive Schemes/Packages of State Government and Government of India applicable to eligible units.

\*\* Includes receivable from following related parties (Refer Note 47b):

₹ in Crores

Particulars	As at March 31, 2023	As at March 31, 2022
Berger Paints (Bangladesh) Limited	0.25	0.13
Berger Jenson & Nicholson (Nepal) Private Limited	6.02	7.44
Berger Rock Paints Private Limited	0.05	-
<b>Total</b>	<b>6.32</b>	<b>7.57</b>

### Note 18. Other current assets

(Unsecured, considered good unless otherwise stated)

₹ in Crores

Particulars	As at March 31, 2023	As at March 31, 2022
Advances other than capital advances	26.70	14.06
Prepayments	18.53	10.04
Balances with statutory/government authorities *	184.95	178.48
<b>Total</b>	<b>230.18</b>	<b>202.58</b>

\* Includes balance of goods and service tax.

### Note 19. Equity Share Capital

₹ in Crores

Particulars	As at March 31, 2023	As at March 31, 2022
<b>Authorised Share Capital</b>		
1,20,00,00,000 Equity Shares of ₹1 each (March 31, 2022: 1,20,00,00,000 Equity Shares of ₹1 each)	120.00	120.00
<b>Issued Share Capital</b>		
97,15,13,965 Equity Shares of ₹1 each fully paid up (March 31, 2022: 97,14,14,969 Equity Shares of ₹1 each fully paid up)	97.15	97.14
<b>Subscribed and Paid-up Share Capital</b>		
97,14,22,485 Equity Shares of ₹1 each fully paid up (March 31, 2022: 97,13,23,489 Equity Shares of ₹1 each fully paid up)	97.14	97.13



**NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023**

**Note 19. Equity Share Capital (contd.)**

**a) The reconciliation of share capital is given below:**

Particulars	As at March 31, 2023		As at March 31, 2022	
	No. of Shares	₹ in Crores	No. of Shares	₹ in Crores
At the beginning of the year	97,13,23,489	97.13	97,12,95,037	97.13
Add: Shares issued on exercise of Employee Stock Options (Refer Note 44) *	98,996	0.01	28,452	0.00
<b>At the end of the year</b>	<b>97,14,22,485</b>	<b>97.14</b>	<b>97,13,23,489</b>	<b>97.13</b>

\* Refer Note 55

**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.

**c) Equity shares held by the holding company and/or the subsidiaries/associates of holding company**

Particulars	As at March 31, 2023	As at March 31, 2022
U K Paints (India) Private Limited (Ultimate Holding Company)	48,66,65,399	48,65,45,399
Jenson & Nicholson (Asia) Limited (Fellow Subsidiary)	14,06,56,782	14,06,56,782
Citland Commercial Credits Limited (Fellow Subsidiary)	3,09,15,659	3,09,15,659
Wang Investment & Finance Pvt. Limited (Fellow Subsidiary)	2,99,85,580	2,99,85,580
Bigg Investment & Finance Pvt. Limited (Fellow Subsidiary)	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, 2023		As at March 31, 2022	
	No. of Shares	% holding	No. of Shares	% holding
U K Paints (India) Private Limited (Ultimate Holding Company)	48,66,65,399	50.10%	48,65,45,399	50.09%
Jenson & Nicholson (Asia) Limited	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 44.

**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.**

**NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023**

**Note 19. Equity Share Capital (contd.)**

**g) Details of shares held by promoters  
Equity shares of ₹1 each fully paid up**

Promoter Name	As at March 31, 2023				
	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of Total Shares	% change during the year
Anshana Sawhney	6,00,000	-	6,00,000	0.06	-
Bigg Investments & Finance Private Limited	79,52,420	-	79,52,420	0.82	-
Citland Commercial Credits Limited	3,09,15,659	-	3,09,15,659	3.18	-
Dipti Dhingra	1,31,712	-	1,31,712	0.01	-
Gurbachan Singh Dhingra	44,48,888	-	44,48,888	0.46	-
GBS Dhingra Family Trust	59,11,683	-	59,11,683	0.61	-
Jenson & Nicholson (Asia) Limited	14,06,56,782	-	14,06,56,782	14.48	-
Jessima Kumar	6,00,000	-	6,00,000	0.06	-
Kanwardip Singh Dhingra	7,00,000	-	7,00,000	0.07	-
Kuldip Singh Dhingra	55,15,071	-	55,15,071	0.57	-
KSD Family Trust	83,12,140	-	83,12,140	0.86	-
Meeta Dhingra	9,99,999	-	9,99,999	0.10	-
Rishma Kaur	6,00,000	-	6,00,000	0.06	-
Sunaina Kohli	6,00,000	-	6,00,000	0.06	-
U K Paints (India) Private Limited	48,65,45,399	1,20,000	48,66,65,399	50.10	0.02
Vinu Dhingra	38,98,368	-	38,98,368	0.40	-
Wang Investment & Finance Private Limited	2,99,85,580	-	2,99,85,580	3.09	-
<b>Total</b>	<b>72,83,73,701</b>	<b>1,20,000</b>	<b>72,84,93,701</b>	<b>74.99</b>	

**Equity shares of ₹1 each fully paid up**

Promoter Name	As at March 31, 2022				
	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of Total Shares	% change during the year
Anshana Sawhney	6,00,000	-	6,00,000	0.06	-
Bigg Investments & Finance Private Limited	79,52,420	-	79,52,420	0.82	-
Citland Commercial Credits Limited	3,09,15,659	-	3,09,15,659	3.18	-
Dipti Dhingra	1,31,712	-	1,31,712	0.01	-
Gurbachan Singh Dhingra	44,21,888	27,000	44,48,888	0.46	0.61
GBS Dhingra Family Trust	59,11,683	-	59,11,683	0.61	-
Jenson & Nicholson (Asia) Limited	14,06,56,782	-	14,06,56,782	14.48	-
Jessima Kumar	6,00,000	-	6,00,000	0.06	-
Kanwardip Singh Dhingra	7,00,000	-	7,00,000	0.07	-
Kuldip Singh Dhingra	54,88,071	27,000	55,15,071	0.57	0.49
KSD Family Trust	83,12,140	-	83,12,140	0.86	-
Meeta Dhingra	9,99,999	-	9,99,999	0.10	-



## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 19. Equity Share Capital (contd.)

Promoter Name	As at March 31, 2022				
	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of Total Shares	% change during the year
Rishma Kaur	6,00,000	-	6,00,000	0.06	-
Sunaina Kohli	6,00,000	-	6,00,000	0.06	-
U K Paints (India) Private Limited	48,65,45,399	-	48,65,45,399	50.09	-
Vinu Dhingra	38,98,368	-	38,98,368	0.40	-
Wang Investment & Finance Private Limited	2,99,85,580	-	2,99,85,580	3.09	-
<b>Total</b>	<b>72,83,19,701</b>	<b>54,000</b>	<b>72,83,73,701</b>	<b>74.98</b>	

### Note - 20. Other equity

For the year ended March 31, 2023

₹ in Crores

Particulars	Reserves & Surplus						Total Equity
	Securities premium	Share based payment reserve	Retained earnings	Capital Reserve	General Reserve	Capital Redemption Reserve	
<b>As at April 1, 2022</b>	<b>120.72</b>	<b>6.77</b>	<b>3,248.60</b>	<b>0.02</b>	<b>290.61</b>	<b>0.04</b>	<b>3,666.76</b>
Profit for the year	-	-	828.39	-	-	-	828.39
Other comprehensive income for the year (net of tax)	-	-	(0.55)	-	-	-	(0.55)
<b>Total Comprehensive Income for the year</b>	<b>-</b>	<b>-</b>	<b>827.84</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>827.84</b>
Share based payments (Note 44)	-	5.93	-	-	-	-	5.93
Exercise of share options (Note 44)	6.75	(6.75)	-	-	-	-	-
Share Options forfeited/lapsed (Note 44)	-	(1.37)	-	-	-	-	(1.37)
Dividends (Note 31)	-	-	(301.11)	-	-	-	(301.11)
<b>As at March 31, 2023</b>	<b>127.47</b>	<b>4.58</b>	<b>3,775.33</b>	<b>0.02</b>	<b>290.61</b>	<b>0.04</b>	<b>4,198.05</b>

For the year ended March 31, 2022

₹ in Crores

Particulars	Reserves & Surplus						Total Equity
	Securities premium	Share based payment reserve	Retained earnings	Capital Reserve	General Reserve	Capital Redemption Reserve	
<b>As at April 1, 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>
Profit for the year	-	-	749.86	-	-	-	749.86
Other comprehensive income for the year (net of tax)	-	-	0.82	-	-	-	0.82
<b>Total Comprehensive Income for the year</b>	<b>-</b>	<b>-</b>	<b>750.68</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>750.68</b>
Share based payments (Note 44)	-	5.62	-	-	-	-	5.62
Exercise of share options (Note 44)	1.39	(1.39)	-	-	-	-	-
Share Options forfeited/lapsed (Note 44)	-	(0.06)	-	-	-	-	(0.06)
Dividends (Note 31)	-	-	(271.96)	-	-	-	(271.96)
<b>As at March 31, 2022</b>	<b>120.72</b>	<b>6.77</b>	<b>3,248.60</b>	<b>0.02</b>	<b>290.61</b>	<b>0.04</b>	<b>3,666.76</b>

## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note - 20. Other equity (contd.)

#### 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. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

**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 less any transfer to general reserve, dividends or other distributions paid to shareholders.

**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. However, the amount previously transferred to the general reserve can be utilised only in accordance with the specific requirements of Companies Act, 2013.

**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 44 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 in earlier years.

**Capital Reserve** - Includes profit on re-issue of forfeited shares.

### Note 21. Other Non-current Financial liabilities

₹ in Crores

Particulars	As at March 31, 2023	As at March 31, 2022
<b>At Amortised Cost</b>		
Deposits @	71.60	71.74
<b>Total</b>	<b>71.60</b>	<b>71.74</b>

@ Includes deposits from distributor, franchisee and on account of colourbank machines.

### Note 22. Non-current Provisions

₹ in Crores

Particulars	As at March 31, 2023	As at March 31, 2022
Provision for decommissioning #	4.29	3.98
<b>Total</b>	<b>4.29</b>	<b>3.98</b>

#### Provision for decommissioning

₹ in Crores

Particulars	As at March 31, 2023	As at March 31, 2022
At the beginning of the year	3.98	3.68
Discount unwinding for the year	0.31	0.30
At the end of the year	<b>4.29</b>	<b>3.98</b>

# Recognised towards provision for decommissioning /dismantling of Property, Plant and Equipment on leasehold lands.



## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 23. Deferred tax assets & liabilities (net)

₹ in Crores

Particulars	Balance as at April 01, 2022	Recognised/(reversed) in profit and loss during the year	Recognised/(reversed) in other comprehensive income during the year	Balance as at March 31, 2023
<b>Deferred tax liabilities</b>				
Arising out of temporary differences between tax and book written down value of depreciable assets	51.18	22.59	-	73.77
Financial Assets at fair value through profit and loss	0.21	(0.19)	-	0.02
<b>Total (A)</b>	<b>51.39</b>	<b>22.40</b>	<b>-</b>	<b>73.79</b>
<b>Deferred tax assets</b>				
Expenses allowable on payment basis for tax purposes	13.40	20.99	-	34.39
Decommissioning liability	1.00	0.08	-	1.08
Others through other comprehensive income	3.27	-	0.19	3.46
Arising out of temporary differences on accounting of lease rentals under Ind AS 116	10.54	(1.25)	-	9.29
<b>Total (B)</b>	<b>28.21</b>	<b>19.82</b>	<b>0.19</b>	<b>48.22</b>
<b>Net deferred tax assets/(liabilities)</b>	<b>(23.18)</b>	<b>2.58</b>	<b>(0.19)</b>	<b>(25.57)</b>
<b>Disclosed as Deferred tax liabilities (net)</b>	<b>(23.18)</b>	<b>-</b>	<b>-</b>	<b>(25.57)</b>

₹ in Crores

Particulars	Balance as at April 01, 2021	Recognised/(reversed) in profit and loss during the year	Recognised/(reversed) in other comprehensive income during the year	Balance as at March 31, 2022
<b>Deferred tax liabilities</b>				
Arising out of temporary differences between tax and book written down value of depreciable assets	48.83	2.35	-	51.18
Financial Assets at fair value through profit and loss	0.21	-	-	0.21
<b>Total (A)</b>	<b>49.04</b>	<b>2.35</b>	<b>-</b>	<b>51.39</b>
<b>Deferred tax assets</b>				
Expenses allowable on payment basis for tax purposes	9.44	3.96	-	13.40
Decommissioning liability	0.93	0.07	-	1.00
Others through other comprehensive income	3.55	-	(0.28)	3.27
Arising out of temporary differences on accounting of lease rentals under Ind AS 116	8.74	1.80	-	10.54
<b>Total (B)</b>	<b>22.66</b>	<b>5.83</b>	<b>(0.28)</b>	<b>28.21</b>
<b>Net deferred tax assets/(liabilities)</b>	<b>(26.38)</b>	<b>(3.48)</b>	<b>0.28</b>	<b>(23.18)</b>
<b>Disclosed as Deferred tax liabilities (net)</b>	<b>(26.38)</b>	<b>-</b>	<b>-</b>	<b>(23.18)</b>

## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 23. Deferred tax assets & liabilities (net) (contd.)

#### Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate:

₹ in Crores

Particulars	Year Ended March 31, 2023	Year Ended March 31, 2022
<b>Accounting Profit before Income tax</b>	<b>1,102.72</b>	<b>1,005.19</b>
Profit before income tax multiplied by standard rate of corporate tax in India of 25.168% (March 31, 2022: 25.168 %)	277.53	252.99
Effects of:		
Permanent differences affecting income tax expense:		
Additional deduction allowed in respect of R&D Expenditure	(1.41)	(0.22)
Other miscellaneous disallowances/(allowance)	(1.79)	2.56
<b>Net effective income tax</b>	<b>274.33</b>	<b>255.33</b>
Tax expense reported in the Statement of Profit and Loss		
Current tax	271.75	258.81
Deferred Tax charge/(credit)	2.58	(3.48)
<b>Total</b>	<b>274.33</b>	<b>255.33</b>

### Note 24. Non-current liabilities - Others

₹ in Crores

Particulars	Year Ended March 31, 2023	Year Ended March 31, 2022
Other liabilities	1.60	2.11
<b>Total</b>	<b>1.60</b>	<b>2.11</b>

### Note 25. Current Financial Liabilities - Borrowings

₹ in Crores

Particulars	As at March 31, 2023	As at March 31, 2022
<b>At amortised cost</b>		
<b>Secured</b>		
From banks		
Cash credit (Refer Note 1 below)	0.43	0.56
Working Capital Demand Loan from Bank (Refer Note 2 below)	516.27	-
<b>Unsecured</b>		
Working Capital Demand Loan from Bank (Refer Note 3 below)	158.00	-
Commercial paper (Refer Note 4 below)	-	515.00
<b>Total</b>	<b>674.70</b>	<b>515.56</b>

**Note- 1.** Cash Credits from banks are secured by way of first charge on book debts, stock 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 of 7.62 % per annum (March 31, 2022: 6.00%-9.00 % per annum)

**Note-2** Secured Working Capital Demand Loan carried an interest at 6.73%- 8.70% per annum as at March 31, 2023 (March 31, 2022: Nil) and are repaid within the maturity period of 12-69 days. Working Capital Demand Loan is secured by hypothecation of stock and book debts.

**Note-3** Unsecured Working Capital Demand Loan carried an interest at 6.73%- 8.70% per annum as at March 31, 2023 (March 31, 2022: Nil) and are repaid within the maturity period of 12-69 days.

**Note-4** Commercial paper carried an interest at 3.29%-4.08% per annum as at March 31, 2022 and were repaid within the maturity period of maximum 90 days.



**NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023**

**Note 25. Current Financial Liabilities - Borrowings (contd.)**

**Changes in liabilities arising from financing activities**

₹ in Crores

Particulars	April 1, 2022	Cash flows	Leases (Net)	Others #	March 31, 2023
<b>Current Borrowings</b>					
Cash credit (net)	0.56	(0.13)	-	-	<b>0.43</b>
Working Capital Loan from Bank	-	674.27	-	-	<b>674.27</b>
Commercial paper	515.00	(515.00)			-
<b>Current &amp; Non-Current Lease Liability (Refer Note 45)</b>	<b>315.37</b>	<b>(90.88)</b>	<b>131.92</b>	<b>28.20</b>	<b>384.61</b>

₹ in Crores

Particulars	April 1, 2021	Cash flows	Leases (Net)	Others #	March 31, 2022
<b>Current Borrowings</b>					
Cash credit (net)	5.44	(4.88)	-	-	<b>0.56</b>
Commercial paper	150.00	365.00	-	-	<b>515.00</b>
<b>Current &amp; Non-Current Lease Liability (Refer Note 45)</b>	<b>240.88</b>	<b>(72.16)</b>	<b>124.16</b>	<b>22.49</b>	<b>315.37</b>

# It includes accretion of interest.

**Note 26. Current Financial Liabilities-Trade Payables**

₹ in Crores

Particulars	As at March 31, 2023	As at March 31, 2022
<b>At Amortised cost</b>		
Total outstanding dues of micro and small enterprises (Refer Note 26.1 below)	97.46	64.43
Total outstanding dues of creditors other than micro and small enterprises		
(i) Acceptances #	176.69	194.66
(ii) Outstanding other than Acceptances [includes ₹72.69 Crores (March 31, 2022: ₹77.76 Crores) payable to related parties] (Refer Note 47b)	1,400.19	1,446.00
<b>Total</b>	<b>1,674.34</b>	<b>1,705.09</b>

# Acceptances include arrangements where operational suppliers of goods and services are initially paid by banks while the Company continues to recognise the liability till settlement with the banks which are normally effected within a period of 90 days.

**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, 2023	As at March 31, 2022
Principal amount remaining unpaid at the end of the year *	90.43	62.06
Interest due thereon remaining unpaid at the end of the year	7.90	5.49
	<b>98.33</b>	<b>67.55</b>
Delayed payment of Principal amount paid beyond appointed date during the entire financial year	364.85	206.21
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.	2.31	0.95
Amount of Interest due and payable for the period (where principal has been paid but interest under the MSMED Act not paid)	-	-

\* Includes outstanding in respect of capital creditors as on March 31, 2023: ₹0.87 Crores (March 31, 2022 : ₹3.12 Crores) [Refer Note 27]

**NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023**

**Note 26.1. (contd.)**

₹ in Crores

Particulars	As at March 31, 2023	As at March 31, 2022
Interest accrued and remaining unpaid at the end of the year	2.40	1.01
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	7.90	5.49

**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.

**Trade Payables Ageing Schedule**

₹ in Crores

Particulars	As at March 31, 2023						Total
	Outstanding for following periods from due date of payment						
	Unbilled Dues	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Total outstanding dues of micro enterprises and small enterprises	-	76.37	15.55	1.04	1.66	2.84	97.46
Total outstanding dues of creditors other than micro enterprises and small enterprises	429.01	984.08	142.21	14.34	2.07	5.17	1,576.88

₹ in Crores

Particulars	As at March 31, 2022						Total
	Outstanding for following periods from due date of payment						
	Unbilled Dues	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Total outstanding dues of micro enterprises and small enterprises	-	47.88	11.89	1.66	1.20	1.80	64.43
Total outstanding dues of creditors other than micro enterprises and small enterprises	399.69	1,022.63	206.32	6.82	0.97	4.23	1,640.66

There are no outstanding disputed dues of micro enterprises and small enterprises and creditors other than micro enterprises and small enterprises.

**Note 27. Current financial liabilities - other financial liabilities**

₹ in Crores

Particulars	As at March 31, 2023	As at March 31, 2022
<b>At amortised cost</b>		
Interest accrued but not due	1.37	0.92
Unpaid Dividends (to be credited to Investor Education and Protection Fund as and when due)	4.71	5.07
Deposits @	35.35	18.52
Capital creditors*	21.33	44.37

@ Includes deposit on account of tender, supply-apply contracts and colour bank machines.

\* Includes outstanding dues of micro enterprises and small enterprises ₹0.87 Crore (March 31, 2022: ₹ 3.12 Crores). [ Refer Note 26.1]





## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 27. Current financial liabilities - other financial liabilities (contd.)

₹ in Crores

Particulars	As at March 31, 2023	As at March 31, 2022
Accrued employee liabilities	29.21	32.90
Other payables	0.23	1.28
<b>At Fair value through Profit or Loss account</b>		
Financial guarantee contracts	-	0.34
<b>Total</b>	<b>92.20</b>	<b>103.40</b>

### Note 28. Other current liabilities

₹ in Crores

Particulars	As at March 31, 2023	As at March 31, 2022
Advance from customers	21.84	22.04
Statutory liabilities	82.29	44.93
Other liabilities	1.41	0.97
<b>Total</b>	<b>105.54</b>	<b>67.94</b>

### Note 29. Current Provisions

₹ in Crores

Particulars	As at March 31, 2023	As at March 31, 2022
Provision for Gratuity (refer Note 43)	5.83	4.36
Provision for Leave encashment	26.53	24.35
Provision for Excise, Customs, Sales tax, Service Tax (Refer Note below)	20.08	6.92
<b>Total</b>	<b>52.44</b>	<b>35.63</b>

#### Movement in Provision for Excise, Customs, Sales tax, Service Tax:

₹ in Crores

Particulars	As at March 31, 2023	As at March 31, 2022
At the beginning of the year	6.92	6.92
Additions	13.16	-
Utilization/ Reversal	-	-
<b>At the end of the year</b>	<b>20.08</b>	<b>6.92</b>

The above provisions represent estimates made mainly for probable claims arising out of litigations/ disputes pending with authorities under various statutes (Excise duty, Customs duty, Sales Tax and Service Tax).

### Note 30. Current tax liabilities (net)

₹ in Crores

Particulars	As at March 31, 2023	As at March 31, 2022
Provision for income tax [net of advance taxes of ₹689.80 Crores (March 31, 2022 : ₹689.80 Crores)]	18.01	18.01
<b>Total</b>	<b>18.01</b>	<b>18.01</b>

## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 31. Distribution made and proposed

₹ in Crores

Particulars	As at March 31, 2023	As at March 31, 2022
<b>Dividends on equity shares declared and paid:</b>		
Dividend for the year ended March 31, 2022- ₹3.10 per share (March 31, 2021 - ₹2.80 per share)	301.11	271.96
	<b>301.11</b>	<b>271.96</b>
<b>Proposed dividends on equity shares:</b>		
Dividend for the year ended March 31, 2023- ₹3.20 per share (March 31, 2022 - ₹3.10 per share)	310.86	301.11
	<b>310.86</b>	<b>301.11</b>

As at March 31, 2023, 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 financial statements.

### Note 32. Revenue from Operations

₹ in Crores

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Revenue from sale of products (net of rebates and discounts)	9,290.33	7,520.07
Revenue from combined contracts	30.74	119.09
Other operating revenue		
Sale of scrap	22.07	15.02
Income from government grant #	113.30	65.36
Others	14.18	21.39
<b>Total</b>	<b>9,470.62</b>	<b>7,740.93</b>

# Income from Government grant represents subsidy recognized under various Incentive Schemes/Packages of State Government and Government of India applicable to eligible units. Further during the year, the Company has accounted for ₹55.55 Crores towards GST subsidy under Industrial Investment Promotion Policy in respect of its manufacturing facilities in the state of Andhra Pradesh.

#### Note 32.1. Disaggregation of revenue from contracts with customers

₹ in Crores

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
<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) *	9,290.33	7,520.07
Revenue from combined contracts **	30.74	119.09
	<b>9,321.07</b>	<b>7,639.16</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. (Also refer Note 3.4).

\*\* Revenue from combined contract represents supply apply contracts and 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. (Also refer Note 3.4).

The Company provides agreed upon performance warranty for selected range of products and services. The amount of liability towards such warranties is immaterial.



## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 32.1. Disaggregation of revenue from contracts with customers (contd.)

₹ in Crores

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
<b>(ii) Other operating revenues</b>		
Sale of scrap	22.07	15.02
Income from government grant	113.30	65.36
Others	14.18	21.39
	<b>149.55</b>	<b>101.77</b>
<b>Total</b>	<b>9,470.62</b>	<b>7,740.93</b>
<b>B. Revenue from contracts with customers disaggregated based on geography</b>		
India	9,294.85	7,612.10
Outside India	26.22	27.06
<b>Total</b>	<b>9,321.07</b>	<b>7,639.16</b>

### Note 32.2. Reconciliation of gross revenue with revenue from contracts with customers

₹ in Crores

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Gross revenue	11,052.29	8,942.59
Less: rebates and discounts	1,731.22	1,303.43
<b>Net revenue recognised from contracts with customers</b>	<b>9,321.07</b>	<b>7,639.16</b>

### Note 33. Other income

₹ in Crores

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
<b>Interest Income</b>		
On deposits with banks carried at amortized cost	7.66	12.24
Others	2.51	1.91
Gain on early termination of leases	3.53	1.26
Insurance claim received	1.57	3.06
Dividend income from subsidiary	33.96	2.71
Net gain on sale of mutual fund investments measured at FVTPL	0.86	6.48
Fair value gain on mutual fund investments measured at FVTPL	0.06	0.73
Discount Income	3.11	5.38
Arrangement Fees	5.57	5.78
Royalty Income	3.60	3.43
Corporate Guarantee Income	0.33	0.66
Gain on sale/discard of Property, plant and equipment	-	5.55
Sundry balances written back	3.19	4.51
Miscellaneous Income	11.20	9.42
<b>Total</b>	<b>77.15</b>	<b>63.12</b>

## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 34. Cost of materials consumed

₹ in Crores

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
<u>Raw materials Consumed</u>		
Opening Stock	732.49	439.02
Purchases	4,433.89	4,133.98
Closing stock	(631.73)	(732.49)
	<b>4,534.65</b>	<b>3,840.51</b>
<u>Packing material Consumed</u>		
Opening Stock	43.55	38.51
Purchases	734.72	668.83
Closing stock	(42.05)	(43.55)
	<b>736.22</b>	<b>663.79</b>
<b>Cost of materials consumed</b>	<b>5,270.87</b>	<b>4,504.30</b>

### Note 35. Purchases of traded goods

₹ in Crores

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Purchases of traded goods	910.90	691.40
<b>Total</b>	<b>910.90</b>	<b>691.40</b>

### Note 36. (Increase)/decrease in inventories of finished goods, work-in-progress and traded goods

₹ in Crores

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
<b>Opening Stock</b>		
Work-in-progress	133.19	96.33
Finished goods	1,095.92	775.88
Traded goods	128.10	135.39
	<b>1,357.21</b>	<b>1,007.60</b>
<b>Closing Stock</b>		
Work-in-progress	129.41	133.19
Finished goods	1,167.32	1,095.92
Traded goods	155.13	128.10
	<b>1,451.86</b>	<b>1,357.21</b>
<b>Increase in inventories of finished goods, work-in-progress and traded goods</b>	<b>(94.65)</b>	<b>(349.61)</b>



## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 37. Employee benefits expense

₹ in Crores

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Salaries, wages and bonus	397.92	349.07
Contribution to provident and other funds (Refer Note 43)	23.41	22.83
Share based payment to employees (Refer Note 44)	4.56	5.56
Staff welfare expenses	32.23	23.12
<b>Total</b>	<b>458.12</b>	<b>400.58</b>

### Note 38. Finance Costs

₹ in Crores

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Interest on borrowings	52.64	17.19
Interest on lease liabilities (Refer Note 45)	28.20	22.49
Unwinding of discount on provisions (Refer Note 22)	0.31	0.30
Interest Others	5.13	2.95
<b>Total</b>	<b>86.28</b>	<b>42.93</b>

### Note 39. Depreciation and amortization expense

₹ in Crores

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Depreciation of property, plant and equipment (Refer Note 4)	160.65	140.43
Amortization of intangible assets (Refer Note 6)	4.09	3.26
Depreciation of right-of-use assets (Refer Note 45)	69.26	53.84
<b>Total</b>	<b>234.00</b>	<b>197.53</b>

### Note 40. Other expenses

₹ in Crores

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Freight and Forwarding Charges	610.84	527.37
Power and fuel	60.23	51.35
Consumption of stores and spare parts	12.47	11.54
Repairs		
- Plant and machinery	23.67	20.54
- Building	0.82	0.80
- Others	9.28	8.83
Rent (Refer Note 45)	9.06	10.71
Advertisement and Sales Promotion Expenses	312.58	245.23
Processing Charges	79.60	72.27
Rates and Taxes	23.37	7.07
Travelling	59.30	40.69
Insurance	9.09	9.19

## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 40. Other expenses (contd.)

₹ in Crores

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Foreign Exchange Loss (net)	19.33	5.39
Commission to Non-Executive Directors (Refer Note 47b)	0.57	0.57
Payment to Auditors (Refer Note 40.1)	0.79	0.61
Information Technology Expenses	47.96	36.25
Professional Fees	11.64	8.37
Retainership Fees	6.93	6.19
Provision for Bad Debts (including Bad Debts written off)	19.43	7.41
Office Upkeep	84.49	68.99
Clearing & Forwarding Expenses	71.29	60.96
Subcontractor expenses	29.81	54.52
Printing & Stationery	5.66	3.95
CSR expenditure (Refer Note 40.2)	19.28	17.37
Loss on sale/discard of Property, plant and equipment	4.27	-
Miscellaneous Expenses	47.77	35.56
<b>Total</b>	<b>1,579.53</b>	<b>1,311.73</b>

#### Note 40.1. Payment to Auditors

₹ in Crores

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
<b>As Auditor:</b>		
Audit fees and limited review fees	0.65	0.50
<b>In other capacity:</b>		
Miscellaneous certificates and other matters	0.08	0.10
Reimbursement of expenses	0.06	0.01
<b>Total</b>	<b>0.79</b>	<b>0.61</b>

#### Note 40.2. Details of CSR expenditure

₹ in Crores

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
(a) Gross amount required to be spent by the Company during the year	19.10	17.16
(b) Amount approved by the Board to be spent during the year	19.28	17.37

Particulars	Year ended March 31, 2023		
	In cash	Yet to be paid in cash @	Total
(c) Amount spent during the year ended March 31, 2023 #			
(i) Construction/Acquisition of an asset	-	-	-
(ii) Purposes other than (i) above	18.47	0.81	19.28
<b>Total</b>	<b>18.47</b>	<b>0.81</b>	<b>19.28</b>

# Corporate Social Responsibility expense of ₹19.28 Crores (March 31, 2022: ₹17.37 Crores) includes programme 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 STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 40.2. Details of CSR expenditure (contd.)

₹ in Crores

Particulars	Year ended March 31, 2022		
	In cash	Yet to be paid in cash @	Total
(d) Amount spent during the year ended March 31, 2022 #			
(i) Construction/Acquisition of an asset	-	-	-
(ii) Purposes other than (i) above	16.03	1.34	17.37
<b>Total</b>	<b>16.03</b>	<b>1.34</b>	<b>17.37</b>

# Corporate Social Responsibility expense of ₹19.28 Crores (March 31, 2022: ₹17.37 Crores) includes programme 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, 2023. Amount available for set off in succeeding financial years ₹0.18 Crore (March 31, 2022: ₹0.21 Crore).

### Note 41. 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.

The following table reflects the income and earning per share data used in the basic and diluted EPS computations:

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Net Profit after tax for calculation of Basic and Diluted Earnings Per Share * (₹ in Crores) (I)	828.39	749.86
Weighted average number of shares (II)		
- Basic	97,13,62,815	97,13,02,832
- Diluted (refer note on effect of dilution below)	97,14,72,605	97,14,80,501
Earning per equity share [nominal value of ₹1 per share] [(I)/(II)]		
- Basic	8.53	7.72
- Diluted	8.53	7.72
<u>Effect of dilution:</u>		
Weighted average number of equity shares in calculating Basic Earnings Per Share	97,13,62,815	97,13,02,832
Dilution - Stock options granted under Employee Stock Option Plan (Refer Note 44)	1,09,790	1,77,669
Weighted average number of equity shares in calculating diluted EPS	97,14,72,605	97,14,80,501

There have been no other transactions involving Equity shares or potential Equity shares between the reporting date and the date of authorisation of these financial statements.

### Note 42 (a). Significant accounting judgements, estimates and assumptions

The preparation of the Company's 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.

## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 42 (a). Significant accounting judgements, estimates and assumptions (contd.)

#### (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 Financial Statements.

#### (ii) Defined Employee Benefit plans (Refer Note 3.15)

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.

#### (iii) Fair value measurement of financial instruments and guarantees (Refer Note 3.20)

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 49 for further disclosures.

#### (iv) Depreciation on Property, Plant and Equipment (Refer Note 3.7)

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 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. The Company also considers the impact of health, safety and environmental legislation in its assessment of expected useful lives and estimated residual values.

#### (v) Impairment allowance on trade receivables (Refer Note 3.4)

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 (Refer Note 3.7)

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.



## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 42 (a). Significant accounting judgements, estimates and assumptions (contd.)

#### (vii) Impairment of Investment (Refer Note 3.13)

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), where future financial performance can be reliably estimated 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 etc. Cash flow projections take into account past experience and represent management's best estimate about future developments. The risks in respect of climate-related matters are included as key assumptions where they materially impact the measure of recoverable amount. These assumptions have been included in the cash-flow forecasts in assessing value-in-use amount.

The Company had in respect of its investment in Lusako Trading Limited, STP Limited and Berger Nippon Paint Automotive Coatings Private Limited undertaken an impairment assessment. The Management has determined following assumptions for impairment testing of investments:

Related Assumptions	As at March 31, 2023	As at March 31, 2022	Approach used in determining Value
Weighted Average Cost of capital % (WACC) before tax (discount rate)	6.50% to 14.00%	11.73% to 17.10%	It has been determined basis risk free rate of return adjusted for equity risk premium.
Long Term Growth Rate	0% to 2%	0% to 2%	Long term growth rate has been taken basis financial budgets and projections approved by the management which is in line with industry growth rate.

#### Sensitivity analysis of assumptions

The Company had performed sensitivity analysis considering +/- 2% for each of the assumptions used and ensured that the valuation is appropriate and no impairment is required to be recognised.

#### (viii) Revenue from combined contracts (Refer Note 3.4)

The Company exercises judgement in estimating cost for recognizing revenue from combined contract with customers. Losses on onerous contracts (if any) are recognized in the financial statements.

### Note 42 (b):

On September 07, 2022, the Company had a cyber security attack on its ancillary applications. The Company promptly took steps to contain and remediate the impact of the information security incident, including deployment of appropriate protective, detective and corrective measures and containment protocols to mitigate the threat. The Company also took additional measures to ensure the integrity of its IT systems' infrastructure/data.

Since the main ERP software of the Company remained unimpacted, there was no financial loss with respect to underlying financial/ accounting information/data (including sales and invoicing). Remedial measures were implemented immediately to prevent horizontal spread of the malicious infection further into the ecosystem. The disruption in associated applications had caused discomfort in regular operations, however, during the outage, business had continued to operate manually as per defined processes. The Company believes that there is no impact on its financial statements for the year ended March 31, 2023 on account of this incident.

## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 43. 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, 2023	As at March 31, 2022
<b>(A) Changes in the present value of defined benefit obligation</b>		
Present value of defined benefit obligation as at year beginning	52.75	49.81
Current Service Cost	5.02	4.84
Interest Cost	3.53	3.21
Remeasurements (gains)/losses		
-Actuarial (gains)/losses arising from changes in financial assumptions	1.04	(1.33)
-Actuarial (gains)/losses arising from changes in demographic assumptions	0.91	-
-Actuarial (gains)/losses arising from changes in experience adjustments	(1.02)	(0.03)
Benefits Paid	(4.79)	(3.75)
<b>Present value of defined benefit obligation as at year end</b>	<b>57.44</b>	<b>52.75</b>
<b>(B) Changes in fair value of plan assets</b>		
Fair Value of Plan Assets as at year beginning	48.39	45.35
Interest Income	3.37	3.06
Remeasurements gains/(losses)		
-Return on plan assets greater/ (lesser) than discount rate	0.19	(0.26)
Employer's Contribution	4.45	3.99
Benefits Paid	(4.79)	(3.75)
<b>Fair Value of Plan Assets as at year end</b>	<b>51.61</b>	<b>48.39</b>
<b>(C) Amounts Recognised in the Balance Sheet</b>		
Present value of defined benefit obligation at the year end	57.44	52.75
Fair Value of the Plan Assets at the year end	51.61	48.39
<b>Liability Recognised in the Balance Sheet</b>	<b>(5.83)</b>	<b>(4.36)</b>
<b>(D) Expense recognised in the Statement of Profit and Loss:</b>		
Current service cost	5.02	4.84
Net Interest Cost/(Income)	0.16	0.15
<b>Net Cost Recognised in the Statement of Profit and Loss</b>	<b>5.18</b>	<b>4.99</b>
<b>Expense recognised in Other Comprehensive Income:</b>		
Remeasurements gains/(losses)	(0.74)	1.10
<b>Net Cost/(Income) Recognised in the Other Comprehensive Income</b>	<b>(0.74)</b>	<b>1.10</b>



**NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023**

**Note 43. Gratuity and other post-employment benefit plans (contd.)**

(ii) **The principal assumptions used in determining gratuity obligations for the Company's plans are as shown below:**

Significant Actuarial Assumptions	As at March 31, 2023	As at March 31, 2022
Discount Rate	7.1% - 7.5%	7.00%
Withdrawal Rate		
- Management	8.00%	3.00%
- Officer	15.00%	3.00%
-Staff/worker	3.00%	3.00%
Salary increase		
- Management	7.00%	6.00%
- Officer	6.00%	6.00%
-Staff/worker	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.

(iii) **Plan Asset information:-**

Particulars	As at March 31, 2023	As at March 31, 2022
Assets under scheme of insurance	100%	100%

(iv) **A quantitative sensitivity analysis for significant assumptions are as shown below:-**

Assumptions	As at March 31, 2023		As at March 31, 2022	
	Discount rate		Discount rate	
Sensitivity Level	1% increase	1% decrease	1% increase	1% decrease
Impact on defined benefit obligation (₹ Crores)	(3.10)	3.45	(3.99)	4.61
Assumptions	As at March 31, 2023		As at March 31, 2022	
	Future Salary		Future Salary	
Sensitivity Level	1% increase	1% decrease	1% increase	1% decrease
Impact on defined benefit obligation (₹ Crores)	3.27	(3.01)	4.43	(3.92)

**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.

**NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023**

**Note 43. Gratuity and other post-employment benefit plans (contd.)**

(v) **Risk Exposure**

**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. In practice, this is unlikely to occur and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the balance sheet.

The method and types of assumptions used in preparing the sensitivity analysis did not change compared to the prior period.

These plans typically expose the Company to actuarial risks such as: Investment Risk, Interest Risk, Longevity Risk and Salary Risk.

**Investment Risk:** The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds.

**Interest Risk:** A decrease in the government bond interest rate will increase the plan liability.

**Longevity Risk:** The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.

**Salary Risk:** The present value of the defined plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

(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, 2023	As at March 31, 2022
Weighted Average duration of the defined benefit obligation	6 Years	10 Years
Particulars	₹ in Crores	₹ in Crores
Within the next 12 months (next annual reporting period)	6.26	3.88
Between 2 and 5 years	24.72	14.59
Between 5 and 10 years	53.25	44.65

(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 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.



## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 43. Gratuity and other post-employment benefit plans (contd.)

Further during the year, the Company's contribution of ₹8.02 Crores (March 31, 2022: ₹7.19 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, 2023	As at March 31, 2022
Discount rate	7.10%	7.00%
Rate of return on Plan Assets	8.10%	8.10%

#### (c) Other Defined Benefit Plans

The amounts for "Other Defined Benefit Plans" are below the rounding off norm adopted by the Company (refer Note 55) 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

Particulars	As at March 31, 2023	As at March 31, 2022
Provident and Family Pension Fund (applicable for eligible employees whose provident fund accounts are maintained with the Regional Provident Fund Commissioner)	3.33	2.91
Superannuation Fund	2.22	2.28

### Note 44. Share based payment to employees

#### 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.
  - 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, 10th February, 2021, 8th November, 2021 and 17th October, 2022.

## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 44. Share based payment to employees (contd.)

	Particulars	As at March 31, 2023	As at March 31, 2022
a	Number of Stock Options outstanding (ESOP Plan 2016: Grant III)	-	28,843
	Number of Stock Options outstanding (ESOP Plan 2016: Grant IV)	23,021	50,233
	Number of Stock Options outstanding (ESOP Plan 2016: Grant V)	44,357*	73,576
	Number of Stock Options outstanding (ESOP Plan 2016: Grant VI)	93,985	-
		<b>1,61,363</b>	<b>1,52,652</b>
	*Excludes 83 options being already vested and is exercisable at the end of the year.		
b.	Number of Options granted during the year		
	ESOP Plan 2016: Grant V	-	75,910
	ESOP Plan 2016: Grant VI	98,877	-
		<b>98,877</b>	<b>75,910</b>
c.	Number of Options vested (ESOP Plan 2016: Grant III)	27,276	28,844
	Number of Options vested (ESOP Plan 2016: Grant IV)	23,049	25,238
	Number of Options vested (ESOP Plan 2016: Grant V)	22,994^	-
		<b>73,319</b>	<b>54,082</b>
	^ Includes 83 options of Tranche I of Grant V, pending to be exercised and allotted.		
d.	Number of Options exercised (ESOP Plan 2016 : Grant III)	27,276	28,452
	Number of Options exercised (ESOP Plan 2016 : Grant IV)	23,049	25,760#
	Number of Options exercised (ESOP Plan 2016 : Grant V)	22,911*	-
		<b>73,236</b>	<b>54,212</b>
	# 25,760 options pending allotment at the end of March 31, 2022 were allotted during the year ended March 31, 2023.		
	* Excludes 83 options of Tranche I of Grant V, pending to be exercised and allotted.		
e.	Number of Shares arising on exercise (ESOP Plan 2016: Grant III)	27,276	28,452
	Number of Shares arising on exercise (ESOP Plan 2016: Grant IV)	23,049	25,760
	Number of Shares arising on exercise (ESOP Plan 2016: Grant V)	22,911*	-
		<b>73,236</b>	<b>54,212</b>
	* Excludes 83 options of Tranche I of Grant V, pending to be exercised and allotted.		
f.	Number of Options lapsed (ESOP Plan 2016: Grant III)	1,567	914
	Number of Options lapsed (ESOP Plan 2016: Grant IV)	4,163	3,557
	Number of Options lapsed (ESOP Plan 2016: Grant V)	6,224	2,334
	Number of Options lapsed (ESOP Plan 2016: Grant VI)	4,892	-
		<b>16,846</b>	<b>6,805</b>
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 III)	-	28,843
	Total Number of Options in force (ESOP Plan 2016: Grant IV)	23,021	50,233
	Total Number of Options in force (ESOP Plan 2016: Grant V)	44,357@	73,576
	Total Number of Options in force (ESOP Plan 2016: Grant VI)	93,985	-
		<b>1,61,363</b>	<b>1,52,652</b>
	@ Excludes 83 options of Tranche I of Grant V, pending to be exercised and allotted.		



## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 44. Share based payment to employees (contd.)

	Particulars	As at March 31, 2023	As at March 31, 2022
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 V (Fair value as on 31.03.2022)	NA	691.41
	ii. ESOP Plan 2016 Grant VI (Fair value as on 31.03.2023)	572.61	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		
	ESOP Plan 2016	17.10.2022	08.11.2021
	ii. Weighted average share price	581.70	699.70
	iii. Exercise Price	₹1	₹1
	iv. Risk Free Interest rate	7.32%	6.84%
	v. Expected Life:		
	a. For options vested on 09.11.2020	0.61 years	1.61 years
	b. For options vested on 11.02.2022	1.87 years	2.87 years
	c. For options vested on 09.11.2022	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	18.85%	16.91%
	vii. Expected dividend yield	0.41%	0.30%
	viii. Weighted Average fair value as on grant date		
	a. ESOP Plan 2016: Grant III - 09.11.2019	-	₹479.59
	b. ESOP Plan 2016: Grant IV - 10.02.2021	₹755.76	₹755.76
	c. ESOP Plan 2016: Grant V - 08.11.2021	₹767.88	₹767.88
	d. ESOP Plan 2016: Grant VI - 17.10.2022	₹605.91	-

## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 44. Share based payment to employees (contd.)

	Particulars	As at March 31, 2023	As at March 31, 2022
ix.	The price of the underlying share in the market at the time of option grant:		
	a. ESOP Plan 2016: Grant III - 09.11.2019	-	₹485.40
	b. ESOP Plan 2016: Grant IV - 10.02.2021	₹762.15	₹762.15
	c. ESOP Plan 2016: Grant V - 08.11.2021	₹774.95	₹774.95
	d. ESOP Plan 2016: Grant VI - 17.10.2022	₹613.75	-
x.	Time to maturity		
	a. ESOP 2016 Plan Grant III vested on 09.11.2020	0.61 years	1.61 years
	b. ESOP 2016 Plan Grant IV vested on 11.02.2022	1.87 years	2.87 years
	c. ESOP 2016 Plan Grant V vested on 09.11.2022	2.61 years	3 years from the vesting day
	d. ESOP 2016 Plan Grant VI (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.		

The following table summarizes information about Share Options outstanding as at year end:-

Range of exercise prices per option (₹)	As at March 31, 2023		
	No. of options outstanding	Weighted average remaining contractual life	Weighted average exercise price (₹)
1	23,021	1.87 years	1
1	44,357	2.61 years	1
1	93,985	Yet to be vested	1
Range of exercise prices per option (₹)	As at March 31, 2022		
	No. of options outstanding	Weighted average remaining contractual life	Weighted average exercise price (₹)
1	28,843	1.61 years	1
1	50,233	2.87 years	1
1	73,576	Yet to be vested	1

### Note 45.

#### a. Company as a lessee

The Company has lease contracts for various depots, head office and leasehold lands used in its operations. Leasehold land and building generally have lease terms between 2 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.





## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 45. (contd.)

(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, 2021</b>	<b>225.32</b>	<b>74.95</b>	<b>300.27</b>
Additions	129.35	0.60	129.95
Deletions	(4.43)	(0.13)	(4.56)
Depreciation charge	(52.86)	(0.98)	(53.84)
<b>As at March 31, 2022</b>	<b>297.38</b>	<b>74.44</b>	<b>371.82</b>
Additions	156.82	7.19	164.01
Deletions	(25.37)	-	(25.37)
Depreciation charge	(68.11)	(1.15)	(69.26)
<b>As at March 31, 2023</b>	<b>360.72</b>	<b>80.48</b>	<b>441.20</b>

Title deeds of immovable properties mentioned above, are in the name of the Company except those mentioned below:

₹ in Crores

Particulars	No. of title deeds	Gross Carrying Amount		Net Carrying Amount		Held in the name of	Whether title deed holder is a promoter, director or relative of promoter/director or employee of promoter/director	Property held since which date	Reason for not being held in the name of the company
		As at 31st March, 2023	As at 31st March, 2022	As at 31st March, 2023	As at 31st March, 2022				
Leasehold land at Panaji, Goa	1	0.35	0.35	0.26	0.27	Rajdoot Paints Private Limited	No	Oct 1, 1998	Refer Note (i) below
Leasehold land at Sikandrabad, Uttar Pradesh	1	0.27	0.27	0.13	0.14	Rajdoot Paints Private Limited	No	Oct 1, 1998	
Leasehold land at Chandigarh	1	0.05	0.05	0.03	0.03	Rajdoot Paints Private Limited	No	Oct 1, 1998	
Leasehold land at Panagarh	1	5.83	-	5.80	-	West Bengal Industrial Development Corporation Limited	No	Sep 5, 2022	Refer Note (ii) below
Leasehold land at Howrah*	1	0.01	-	0.00	-	Government of West Bengal	No	Sep 26, 1957	Refer Note (iii) below

\*Refer Note 55

#### Note:

- Vide order dated October 01, 1998, the Hon'ble High Court of Calcutta had approved the Scheme of Amalgamation of Rajdoot Paints Private Limited with the Company with effect from October 01, 1998. In terms of said order, all the aforesaid leasehold land parcels held by Rajdoot Paints Private Limited was transferred to the Company. Management believes that, vide the approved Scheme of Amalgamation, the rights and obligations under respective lease arrangements were transferred in favour of the Company and no further action is necessary for the purpose.
- The Company has obtained the allotment letter in its name and execution of lease deed in respect of 9.91 acres of land at Panagarh Industrial Park is in process.
- Renewal of lease with West Bengal Government in respect of a piece of land comprising about 0.08 acres at Howrah is under process since September 26, 2017.

## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 45. (contd.)

(ii) Set out below are the carrying amounts of lease liabilities and the movements during the period:

₹ in Crores

Particulars	Year Ended March 31, 2023	Year Ended March 31, 2022
<b>At Amortised Cost</b>		
Opening Balance	315.37	240.88
Additions	160.83	129.95
Accretion of interest	28.20	22.49
Deletions/ termination	(28.91)	(5.79)
Payments	(90.88)	(72.16)
<b>Closing Balance</b>	<b>384.61</b>	<b>315.37</b>
Non-current	305.81	245.68
Current	78.80	69.69

The effective interest rate for lease liabilities is 7-10%, with maturity between 2023-2036.

The following are the amounts recognised in Statement of Profit or Loss:

(iii) Amount recognised in the Statement of Profit and Loss:

₹ in Crores

Particulars	Year Ended March 31, 2023	Year Ended March 31, 2022
Depreciation expense of right-of-use assets (Refer Note 39)	69.26	53.84
Interest expense on lease liabilities (Refer Note 38)	28.20	22.49
Gain on early termination of leases (Refer Note 33)	(3.53)	(1.26)
Expense relating to leases of low-value assets and short-term leases (Refer Note 40)	9.06	10.71
<b>Total</b>	<b>102.99</b>	<b>85.78</b>

The Company had total cash outflows for leases of ₹90.88 Crores (March 31, 2022: ₹72.16 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.

(iv) The table below provides details regarding the contractual maturities of lease liabilities as on undiscounted basis:

₹ in Crores

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Less than one year	84.33	72.48
More than one year but less than five years	271.98	191.01
More than five years	133.00	77.86
<b>Total</b>	<b>489.31</b>	<b>341.35</b>

#### b. Company as Lessor

The Company has given Color bank (tinting machines) on operating lease to its dealers. The Company enters into 2- 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.



## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 46. Commitment and Contingent Liabilities

#### a. Commitments

₹ in Crores

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	112.23	435.21

#### b. Contingent Liabilities

(i) Claims against the Company not acknowledged as debts:

₹ in Crores

Legal claim contingency	Year ended March 31, 2023	Year ended March 31, 2022
Sales Tax	20.16	25.22
Excise Duty, Service Tax, Customs	51.73	37.44
Goods and Service Tax	2.57	3.33
Income Tax	16.07	16.08
<b>Total</b>	<b>90.53</b>	<b>82.07</b>

The Company has exposures towards litigation/disputes relating to various tax matters as set out in the above note. Since the ultimate outcome of these matters are uncertain, the Company has exercised significant judgement to determine the probability of future cash outflow for these matters and has accordingly taken provisions wherever necessary. The management judgement is also supported with legal advice in certain matters as considered appropriate.

₹ in Crores

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
ii. <b>Guarantees excluding corporate guarantees</b>		
Outstanding Bank Guarantees	141.49	127.16
iii. <b>Corporate guarantees</b>		
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 ₹102.00 Crores (March 31, 2022: ₹227.73 Crores) and the outstanding balance of loan in the books of subsidiaries and joint venture is ₹ 46.14 Crores (March 31, 2022: ₹122.93 Crores) which has been disclosed under contingent liabilities	46.14	122.93

Details of Guarantees given are as below:

₹ in Crores

Name of Related parties	As at March 31, 2023	As at March 31, 2022
Lusako Trading Limited	-	66.33
STP Limited	44.66	55.11
Berger Hesse Wood Coatings Private Limited	1.48	1.49
<b>Total</b>	<b>46.14</b>	<b>122.93</b>

The above guarantees have been given against loan utilised by the borrowing company for their business activities. Also refer Notes 27 and 47b.

## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 46. Commitment and Contingent Liabilities (contd.)

iv. The Company had mortgaged land & building located at Howrah, Rishra, Hindupur and Head Office building at Park Street in relation to loan extended by Hongkong and Shanghai Bank (HSBC) to its wholly owned subsidiary, M/s Lusako Trading Limited. Also refer Note-47(b). Such mortgage was released in the current financial year subsequent to repayment of loan.

#### v. Others

The Company continues to provide such support as may be necessary to its subsidiaries Berger Rock Paints Private Limited and Berger Paints (Cyprus) Limited [including to the ultimate wholly owned Russian subsidiary Berger Paint Overseas Limited (BPOL)], Lusako Trading Limited [including to the ultimate wholly owned Polish subsidiary Bolix S.A] and joint venture (Berger Nippon Paint Automotive Coatings Pvt. Ltd.) to enable them to continue atleast with their present scale of operations and meet their financial commitments as and when they arise.

### 47a. Related Party Transactions

#### List of Related Parties

##### I. Parent and Subsidiary Companies (where 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 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
Berger Rock Paints Private Limited	Subsidiary	India
Berger Hesse Wood Coatings Private Limited	Subsidiary	India
STP Limited	Subsidiary	India

The Principal activities of all entities mentioned above are "Manufacturing Paints and other related product".

\* The parties hold more than 10% of the equity shares in the company. (Refer Note 19d)



## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### 47a. Related Party Transactions (contd.)

#### 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 ( 1st April 2022 to 30th September 2022)
Mr Vikash Sarda	Vice President & Chief Financial Officer (1st October 2022 to 4th January 2023)
Mr Kaushik Ghosh	Vice President & Chief Financial Officer (From 12th January 2023 onwards)
Mr Arunito Ganguly	Vice President & Company Secretary
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 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

\* The party holds more than 10% of the equity shares in the company. (Refer Note 19d).

## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### 47a. Related Party Transactions (contd.)

Name of related parties	Nature of relationship
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
Bigg Investments & Finance Private Limited	Entity controlled by Key Managerial Personnel
Oakleaf Probuilt LLP	Entity controlled by Key Managerial Personnel
Pasque Probuilt LLP	Entity controlled by Key Managerial Personnel
Shalimar Tar Products Limited	Entity controlled by Key Managerial Personnel
Naldehra Nest LLP	Entity controlled by Key Managerial Personnel
Kfin Technologies Limited	Other Related Party
Countrywide Projects Private Limited	Other Related Party
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
Mrs Vinu Dhingra	Spouse of Mr Gurbachan Singh Dhingra
Mrs Jessima Kumar	Daughter of Mr Kuldeep Singh Dhingra
Ms Dipti Dhingra	Daughter of Mr Kuldeep 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, 2023	Year ended March 31, 2022
Sale of Goods (includes sale of raw materials, packing materials, intermediates, traded goods and stores)	Berger Becker Coatings Private Limited	22.59	27.02
	Berger Jenson & Nicholson (Nepal) Private Limited	15.76	15.55
	Berger Nippon Paint Automotive Coatings Private Limited	36.68	19.07
	Berger Rock Paints Private Limited	16.79	9.89
	Berger Paints (Bangladesh) Limited	0.34	0.67



**NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023**

**47b. Disclosure in respect of Related Parties pursuant to Ind AS 24 (contd.)**

₹ in Crores

Transaction	Related Party	Year ended March 31, 2023	Year ended March 31, 2022
	Berger Paints Overseas Limited*	0.00	0.65
	U K Paints (India) Private Limited	0.24	0.43
	SBL Specialty Coatings Private Limited	0.66	7.77
	STP Limited	2.01	1.70
	Bolix S.A.	0.11	-
	Berger Hesse Wood Coating Private Limited	3.21	2.08
	Mr Kuldip Singh Dhingra	0.02	0.02
	Naldehra Nest LLP	0.03	-
	Mr Gurbachan Singh Dhingra*	-	0.00
	Ms Rishma Kaur*	0.01	0.00
	Mr Kanwardip Singh Dhingra*	0.01	0.00
	Mrs Sunaina Kohli*	0.00	0.00
	Seaward Packaging Limited	0.27	0.06
Royalty Income	Berger Jenson & Nicholson (Nepal) Private Limited	3.47	3.32
	Berger Paints (Bangladesh) Limited	0.12	0.11
Interest Income	Beepee Coatings Private Limited	0.76	0.22
Machinery Rental Income	Beepee Coatings Private Limited	0.43	0.43
Corporate Guarantee Income	Lusako Trading Limited	0.33	0.66
Processing Income	Berger Nippon Paint Automotive Coatings Private Limited	7.96	5.20
Shared Services Income	Berger Rock Paints Private Limited	0.39	0.60
	Berger Nippon Paint Automotive Coatings Private Limited	0.01	-
Rental Income(Warehouse/ Office space )	Berger Rock Paints Private Limited	0.25	0.25
	Berger Nippon Paint Automotive Coatings Private Limited	0.02	0.02
	Berger Becker Coatings Private Limited	0.01	0.01
	Berger Hesse Wood Coatings Private Limited *	0.04	0.00
	Shalimar Tar Products Limited	0.01	0.04
	STP Limited*	0.00	0.00
Software License Income	Berger Jenson & Nicholson (Nepal) Private Limited	-	1.86
Purchase of Goods (includes purchase of raw materials, packing materials and traded goods)	U K Paints (India) Private Limited	145.27	128.96
	Berger Becker Coatings Private Limited	0.27	0.35
	SBL Specialty Coatings Private Limited*	3.65	0.74
	Berger Hesse Wood Coatings Private Limited	0.02	0.01
	STP Limited	19.25	12.50
	Seaward Packaging Private Limited	106.32	97.03
	Berger Nippon Paint Automotive Coatings Private Limited	1.54	1.70
Processing Charges	U K Paints (India) Private Limited	44.38	40.61
	STP Limited	0.15	0.09
	Beepee Coatings Private Limited	33.56	30.56
Rent Expenses	U K Paints (India) Private Limited	1.88	1.63
	Flex Properties Private Limited	0.03	0.17
	Beepee Coatings Private Limited	0.07	0.07
	Kanwar Properties Private Limited	0.65	0.62
	STP Limited*	0.01	0.00
	Berger Nippon Paint Automotive Coatings Private Limited	0.06	0.06
	Oakleaf Probuilt LLP	1.43	1.36
	Pasque Probuilt LLP	0.32	0.05

\* Refer Note 55

**NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023**

**47b. Disclosure in respect of Related Parties pursuant to Ind AS 24 (contd.)**

₹ in Crores

Transaction	Related Party	Year ended March 31, 2023	Year ended March 31, 2022
	Mrs Meeta Dhingra	0.07	0.06
	Mrs Vinu Dhingra	0.07	0.06
	Mr Kuldip Singh Dhingra	0.18	0.18
	Mr Gurbachan Singh Dhingra	0.18	0.18
Professional Service Expenses	Kfin Technologies Limited	0.02	0.01
Security Deposit Given	Oakleaf Probuilt LLP	-	0.15
Unsecured Loan Given	Beepee Coatings Private Limited	13.18	10.96
Sale of Property,plant and equipment	U K Paints (India) Private Limited	-	0.01
	Beepee Coatings Private Limited*	0.00	-
	Pasque Probuilt LLP	-	5.20
Purchase of Property,plant and equipment	Beepee Coatings Private Limited	0.75	0.23
Rendering of Manpower Services	U K Paints (India) Private Limited	0.15	0.12
	Berger Nippon Paint Automotive Coatings Private Limited	0.08	-
	STP Limited	0.01	0.10
	Berger Becker Coatings Private Limited	0.17	0.17
Manpower Service Expenses	U K Paints (India) Private Limited	0.17	0.55
Contribution to Provident Fund	Berger Paints Provident Fund (Covered)	20.54	19.17
Contribution to Gratuity Fund	BAICL Employees Gratuity Fund	0.08	0.16
Contribution to Superannuation Fund	Berger Paints Officers (Non-Management Category) Superannuation Fund	0.49	0.54
	Berger Paints Management Staff Superannuation Fund	1.73	1.71
	BAICL Employees Superannuation Fund	0.05	0.04
Commission to Non-Executive Directors	Mr Kuldip Singh Dhingra	0.18	0.18
	Mr Gurbachan Singh Dhingra	0.10	0.10
	Mr Naresh Gujral	0.07	0.07
	Mrs Sonu Halan Bhasin	0.07	0.07
	Mr Anoop Hoon	0.07	0.07
	Dr Anoop Kumar Mittal	0.07	0.07
Equity Contribution	Berger Paints (Cyprus) Limited	2.83	2.24
	Lusako Trading Limited	61.17	93.31
Share Application Money Pending Allotment	Berger Paints (Cyprus) Limited	0.02	2.84
Key Management Personnel Compensation (including post employment benefits and share based payments)	Mr Abhijit Roy	7.31	5.84
	Mr Srijit Dasgupta	1.18	1.87
	Mr Vikash Sarda	0.26	-
	Mr Kaushik Ghosh	0.17	-
	Mr Arunito Ganguly	0.58	0.53
	Mr Kanwardip Singh Dhingra	0.65	0.56
	Ms Rishma Kaur	0.65	0.57
Dividend Payment	U K Paints (India) Private Limited	150.83	136.23
	Jenson & Nicholson (Asia) Limited	43.60	39.38
	Citland Commercial Credits Limited	9.58	8.66
	Wang Investment And Finance Private Limited	9.30	8.40
	Bigg Investment & Finance Private Limited	2.47	2.23
	Others	10.08	9.08
Dividend Receipt	Berger Jenson & Nicholson (Nepal) Private Limited	30.20	-
	Berger Becker Coatings Private Limited	3.76	2.71

\* Refer Note 55



**NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023**

**47b. Disclosure in respect of Related Parties pursuant to Ind AS 24 (contd.)**

**B. Balances outstanding at the year end (including commitments):**

₹ in Crores

Outstanding	Related Party	As at March 31, 2023	As at March 31, 2022
Payable	U K Paints (India) Private Limited	40.84	43.91
	Seaward Packaging Limited	23.13	27.34
	STP Limited	4.67	2.24
	Beepee Coatings Private Limited	2.91	3.67
	SBL Specialty Coatings Private Limited	1.13	-
	Flex Properties Private Limited*	-	0.00
	Wazir Estates Private Limited*	0.00	0.00
	Kfin Technologies Limited*	0.01	0.00
	Kanwar Properties Private Limited*	0.00	-
	Pasque Probuilt LLP	-	0.03
	Countrywide Projects Private Limited*	0.00	0.00
	Mr Abhijit Roy	1.19	0.95
	Mr Kaushik Ghosh	0.02	-
	Mr Arunito Ganguly	0.02	0.02
	Mr Kanwardip Singh Dhingra*	0.00	0.02
	Ms Rishma Kaur*	0.00	0.01
	Mr Naresh Gujral	0.07	0.07
	Mr Anoop Hoon	0.07	0.07
	Mrs Sonu Halan Bhasin	0.07	0.07
	Dr Anoop Kumar Mittal	0.07	0.07
Mrs Meeta Dhingra*	-	0.00	
Mrs Vinu Dhingra*	-	0.00	
Mr Kuldeep Singh Dhingra	0.18	0.18	
Mr Gurbachan Singh Dhingra	0.10	0.10	
Receivable	Berger Becker Coatings Private Limited	3.14	10.85
	Berger Jenson & Nicholson (Nepal) Private Limited	15.33	17.77
	Berger Nippon Paint Automotive Coatings Private Limited	24.17	12.94
	Bolix S.A.	0.11	-
	SBL Specialty Coatings Private Limited	-	1.51
	Berger Paints Overseas Limited*	0.06	0.00
	Berger Rock Paints Private Limited	12.63	9.58
	Berger Hesse Wood Coating Private Limited	0.79	0.39
	Berger Paints (Bangladesh) Limited	0.27	0.53
	Shalimar Tar Products Limited*	0.01	0.00
Naldehra Nest LLP *	0.00	-	
Mrs Sunaina Kohli*	0.00	0.00	
Kanwar Properties Private Limited *	-	0.00	
Unsecured Loan Receivable	Beepee Coatings Private Limited	24.14	10.96
Security Deposit Receivable	U K Paints (India) Private Limited	0.22	0.22

\* Refer Note 55

**NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023**

**47b. Disclosure in respect of Related Parties pursuant to Ind AS 24 (contd.)**

₹ in Crores

Outstanding	Related Party	As at March 31, 2023	As at March 31, 2022
	Kanwar Properties Private Limited	0.08	0.08
	Oakleaf Probuilt LLP	0.15	0.15
	Mr Kuldeep Singh Dhingra	0.01	0.01
	Mr Gurbachan Singh Dhingra	0.01	0.01
Share Application Money Given Pending Allotment	Berger Paints (Cyprus) Limited	-	2.84
Corporate Guarantee Obligation	Lusako Trading Limited	-	0.34
Corporate Guarantee outstanding (Also Refer Note 46 for details of security given)	Lusako Trading Limited	-	66.33
	STP Limited	44.66	55.11
	Berger Hesse Wood Coatings Private Limited	1.48	1.49

**C. Details of remuneration to Key Managerial Personnel are given below:**

₹ in Crores

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
- Short-term employee benefits	9.64	8.44
- Post employment benefits	0.98	0.88
- Share based payment	0.18	0.05
<b>Total</b>	<b>10.80</b>	<b>9.37</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:

Transactions relating to dividend were on the same terms and conditions that applied to other shareholders. The sales to and purchases from related parties are made in the ordinary course of business and at arm's length prices. Outstanding balances at the year-end except loan given to a subsidiary are unsecured and interest free and settlement occurs in cash. No provisions are held against receivables from related parties.

**Note 48. 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 financial statement are reflective of the information required by Ind AS 108 "Operating Segments".



## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### 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)

#### (a) Financial assets and liabilities measured at fair value through profit or loss at March 31, 2023

₹ in Crores

Particulars	Level 1	Level 2	Level 3	Total
<b>Financial Assets</b>				
Investment in Mutual Funds	26.13	-	-	26.13
Investment in unquoted equity instruments *	-	-	-	-
<b>Financial Liabilities</b>				
Financial Guarantee Contracts #	-	-	-	-

#### Financial assets and liabilities measured at fair value through profit or loss at March 31, 2022

₹ in Crores

Particulars	Level 1	Level 2	Level 3	Total
<b>Financial Assets</b>				
Investment in Mutual Funds	62.75	-	-	62.75
Investment in unquoted equity instruments *	-	-	0.00	0.00
<b>Financial Liabilities</b>				
Financial Guarantee Contracts #	-	-	0.34	0.34

\* Refer Note 55

#### Description of significant unobservable inputs to valuation:

Particulars	Valuation technique	Significant unobservable input @
# Financial Guarantee Contracts -Also refer Note 46 (b)(iii)	DCF Method	Interest saved approach

@ Sensitivity of the input to the fair value is likely to be immaterial.

#### (b) Financial instruments at amortized cost

The carrying amount of financial assets and financial liabilities measured at amortised cost in the 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.

(d) In determining fair value measurement, the impact of potential climate-related matters, including legislation, which may affect the fair value measurement of assets and liabilities in the financial statements, as applicable, has been considered. These risks in respect of climate-related matters are included as key assumptions where they materially impact the measure of recoverable amount. These assumptions have been included in the cash-flow forecasts in assessing value-in-use amounts. At present, the impact of climate-related matters is not material to the Company's financial statements.

## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 50. 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 & cash equivalents, which arise directly from its operations. The Company may enter into derivative transactions by way of forward exchange contracts to hedge its payables.

#### 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 personnel 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 taken all necessary actions to mitigate the risks identified on the basis of the information and situation present. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarised below:

#### (i) 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, investments and financial derivative.

The sensitivity analysis in the following sections relate to the position as at March 31, 2023 and March 31, 2022.

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, 2023.

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, 2023 and March 31, 2022.
- ▶ The sensitivity of equity is calculated as at March 31, 2023 for the effects of the assumed changes of the underlying risk.

#### (ii) 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.



**NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023**

**Note 50. Financial Risk Management Objectives and Policies (contd.)**

The Company does not have any significant variable rate interest bearing liabilities as at March 31, 2023 and March 31, 2022, hence there would not be any material impact on pre-tax profit and pre tax equity of the Company on account of any anticipated fluctuations in interest.

**(iii) 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.

There are no outstanding derivative contract as at March 31, 2023 and March 31, 2022.

**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 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.

Year ended	Currency	Change in USD/EURO rate(%)	Effect on profit before tax (₹ in Crores)	Effect on pre-tax equity (₹ in Crores)
<b>March 31, 2023</b>	USD	5%	(7.81)	(7.81)
	USD	-5%	7.81	7.81
	EURO	5%	(0.11)	(0.11)
	EURO	-5%	0.11	0.11
<b>March 31, 2022</b>	USD	5%	(14.83)	(14.83)
	USD	-5%	14.83	14.83
	EURO	5%	(0.04)	(0.04)
	EURO	-5%	0.04	0.04

**(iv) Commodity price risk**

The Company doesn't enter into any long term contract with its suppliers for hedging its commodity price risk.

**(v) 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.

**NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023**

**Note 50. Financial Risk Management Objectives and Policies (contd.)**

**(vi) Credit risk**

Credit risk is the risk that counterparty 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, as applicable.

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 receivable reflects the fair value/ recoverable values.

	₹ in Crores	
Movement in expected credit loss allowance on trade receivable	As at March 31, 2023	As at March 31, 2022
Balance at the beginning of the year	19.01	16.88
Loss allowance/(reversal) measured at lifetime expected credit losses (net of bad debts)	12.82	2.13
<b>Balance at the end of the year</b>	<b>31.83</b>	<b>19.01</b>

**Trade receivables and contract assets if any**

Customer credit risk is managed by the management subject to the Company's established policy, procedures and control relating to customer credit risk management. Individual credit limits are defined in accordance with credit quality of customers as assessed by the management. Outstanding customer receivables are regularly monitored by BPRMC and corrective actions are 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 counterparties and within credit limits assigned to each counterparty. Counterparty 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 Business Process and Risk Management Committee. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

**(vii) Liquidity risk**

The Company monitors its risk of a shortage of funds using a liquidity planning analysis.

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.



## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 50. Financial Risk Management Objectives and Policies (contd.)

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments.

₹ in Crores

Particulars	On demand	< 1 year	1 to 5 years	> 5 years	Total
As at March 31, 2023					
Financial Liabilities					
Borrowings	674.70	-	-	-	674.70
Lease liabilities	-	84.33	271.98	133.00	489.31
Other financial liabilities #	4.71	89.45	71.60	-	165.76
Trade payables	7.90	1,666.44	-	-	1,674.34
Financial Guarantee	46.14	-	-	-	46.14
<b>Total</b>	<b>733.45</b>	<b>1,840.22</b>	<b>343.58</b>	<b>133.00</b>	<b>3,050.25</b>
As at March 31, 2022					
Financial Liabilities					
Borrowings	0.56	515.00	-	-	515.56
Lease liabilities	-	72.48	191.01	77.86	341.35
Other financial liabilities #	5.07	97.97	71.74	-	174.78
Trade payables	5.49	1,699.60	-	-	1,705.09
Financial Guarantee	122.93	-	-	-	122.93
<b>Total</b>	<b>134.05</b>	<b>2,385.05</b>	<b>262.75</b>	<b>77.86</b>	<b>2,859.71</b>

# Includes contractual interest payment based on interest rate prevailing at the end of the reporting period amounting to ₹1.96 Crores and ₹Nil Crores as at March 31, 2023 and March 31, 2022 respectively.

For maturity profile of lease liabilities, refer Note 45 (iv).

### Note 51. 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 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, 2023	As at March 31, 2022
Borrowings (Note 25) [excluding lease liabilities]	674.70	515.56
Less: cash and cash equivalents (Note 15)	(56.87)	(65.98)
<b>Net debt (A)</b>	<b>617.83</b>	<b>449.58</b>
Total capital (B)	4,295.19	3,763.89
<b>Capital and net debt (C=A+B)</b>	<b>4,913.02</b>	<b>4,213.47</b>
Gearing ratio (A/C)	13%	11%

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, if any. 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, 2023 and March 31, 2022.

## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 52. Ratio Analysis and its elements

Ratio	Numerator	Denominator	As at March 31, 2023	As at March 31, 2022	% Change
Current ratio	Current Assets	Current Liabilities	1.34	1.40	-4%
Debt- Equity Ratio	Borrowings (including lease liabilities)	Total equity	0.25	0.22	14%
Debt Service Coverage ratio @	Net Profit after taxes + depreciation and amortization + Finance cost	Finance cost + Lease payments (excluding short term lease rent)	6.76	9.04	-25%
Return on Equity ratio	Net Profits after taxes	Average Shareholder's Equity	20.56%	21.29%	-1%
Inventory Turnover ratio	Cost of goods sold + Manufacturing expenses	Average inventories of goods	2.99	2.82	6%
Trade Receivable Turnover Ratio	Revenue from operations	Average trade receivables	10.49	9.25	13%
Trade Payable Turnover Ratio	Total purchases including purchase of raw material, packing material and purchase of traded goods	Average Trade Payables	3.60	3.53	2%
Net Capital Turnover Ratio @@	Revenue from operations	Working capital = Current assets – Current liabilities	10.47	7.68	36%
Net Profit ratio	Net Profit	Revenue from operations	0.09	0.10	-10%
Return on Capital Employed	Earnings before interest and taxes	Capital Employed = Net Worth- Intangible assets + Intangible assets under development + Borrowings (including lease liabilities) + Deferred Tax Liability	22.15%	22.74%	-1%
Return on Fixed Deposits	Interest Income on Deposits with Banks	Average Investment (Fixed Deposit)	4.78%	5.26%	0%
Return on Mutual Funds #	Net gain on Mutual Fund Investments	Average Investment (Mutual Fund)	2.07%	5.45%	-3%

@ Decline in debt service coverage ratio is on account of increase in finance cost in current financial year as compared to previous financial year due to increase in average borrowings.

@@ Increase in net capital turnover ratio is on account of increase in revenue from operations for the year ended March 31, 2023. There has also been a decrease in net working capital in current financial year due to increase in short term borrowings.

### Note 53 (A)- Additional regulatory information required by Schedule III to The Companies Act, 2013

- The Company does not have any benami property held in its name. No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the Rules made thereunder.
- The Company has not been declared wilful defaulter by any bank or financial institution or other lender or government or any government authority.
- There is no income surrendered or disclosed as income during the year in tax assessments under the Income Tax Act, 1961 (such as search or survey) that has not been recorded in the books of account.
- The Company has not traded or invested in crypto currency or virtual currency during the year.
- The Company does not have any pending charges which is yet to be registered with the Registrar of Companies beyond the statutory period. There are instances amounting to ₹130.16 Crores in the aggregate in respect of 14 banks for periods ranging between 14 to 40 years where the Company is yet to receive charge satisfaction letter from the respective banks pending which the charges are yet to be filed with the Registrar of Companies.
- The Company has complied with the number of layers prescribed under (87) of section 2 of the Companies Act, 2013 read with the Companies (Restriction on number of Layers) Rules, 2017.





## NOTES TO STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

(vii) The Company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Parent Company (Ultimate Beneficiaries) or

(b) Provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(viii) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

(a) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

(b) Provide any guarantee, security or the like on behalf of the ultimate beneficiaries.

(ix) The Company does not have any transactions with companies struck off.

(x) Quarterly returns or statements of current assets filed by the Company with the banks in connection with the working capital limit sanctioned are in agreement with the books of accounts.

### Note 53 (B)- Disclosure as per Section 186 of The Companies Act, 2013

The details of loans, guarantees and investments under Section 186 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 are as follows:

(i) Details of Investments made are given in Note 7.

(ii) Details of Loans given are disclosed in Note 8.

(iii) Details of Guarantees given are disclosed in Note 46(b)(iii).

### Note 54

Previous year figures have been regrouped, wherever necessary, to confirm to the current years presentation.

### Note 55

All figures are in Rupees Crores unless otherwise stated. Figures marked with (\*) are below the rounding off norm adopted by the Company.

### Note 56

There were no significant adjusting events after end of the reporting period which require any adjustment or disclosure in the financial statements subsequent to the reporting period.

As per our report of even date

For **S.R. BATLIBOI & CO. LLP**

Chartered Accountants

Firm Registration Number 301003E/E300005

per **Vishal Sharma**

Partner

Membership Number : 096766

Place: New Delhi

Dated: May 15, 2023

For and on behalf of Board of Directors of Berger Paints India Limited

**Kuldip Singh Dhingra** – Chairman (DIN: 00048406)

**Gurbachan Singh Dhingra** – Vice-Chairman (DIN: 00048465)

**Abhijit Roy** – Managing Director & CEO (DIN: 03439064)

**Kaushik Ghosh** – Vice President & CFO (ACA – 059971)

**Arunito Ganguly** – Vice President & Company Secretary (FCS – 9285)

## FINANCIAL SUMMARY OF BERGER PAINTS INDIA LIMITED (STANDALONE) – FIVE YEARS AT A GLANCE

	₹ in Crores				
	2022-23 #	2021-22 #	2020-21 #	2019-20 #	2018-19
Revenue from Operations (Net)	9,470.62	7,740.93	6,021.41	5,691.69	5,515.55
% Growth	22.34	28.56	5.79	3.19	16.76
Other Income	77.15	63.12	55.77	150.82	53.63
Materials Consumed	6,087.12	4,846.09	3,438.58	3,367.33	3,413.82
Employee Benefits Expense	458.12	400.58	352.71	342.52	311.67
Other Expenses	1,579.53	1,311.73	1,133.17	1,024.05	927.42
Operating Profit - EBITDA	1,423.00	1,245.65	1,152.72	1,108.61	916.27
% to Net Revenue	15.03	16.09	19.14	19.48	16.61
Depreciation/Amortization	234.00	197.53	186.12	170.52	165.45
Finance Cost	86.28	42.93	33.22	32.68	34.87
Profit Before Tax & Exceptional Item	1,102.72	1,005.19	933.38	905.42	715.95
Exceptional Items	-	-	(14.80)	-	(28.60)
Profit Before Tax	1,102.72	1,005.19	918.58	905.42	687.35
Tax Expense	274.33	255.33	237.80	206.37	251.50
Profit After Tax	828.39	749.86	680.78	699.05	435.85
Return On Net Worth ( % )	19.29	19.92	20.76	26.63	18.51
Dividend -including Tax on Dividend	301.11	271.96	29.14	424.31	210.71
Retained Earnings ##	828.39	749.86	680.78	699.05	435.85
<b>Shareholders' Funds:</b>					
Share Capital	97.14	97.13	97.13	97.12	97.11
Reserves and Surplus	4,198.05	3,666.76	3,182.48	2,527.92	2,257.68
<b>Total</b>	<b>4,295.19</b>	<b>3,763.89</b>	<b>3,279.61</b>	<b>2,625.04</b>	<b>2,354.79</b>
Deferred Tax Liability (Net)	25.57	23.18	26.38	29.14	51.43
Borrowings	674.70	515.56	155.44	222.46	215.34
Other current and non-current liabilities	2,404.63	2,323.27	1,906.65	1,466.06	1,412.71
<b>EQUITY AND LIABILITIES</b>	<b>7,400.09</b>	<b>6,625.90</b>	<b>5,368.08</b>	<b>4,342.70</b>	<b>4,034.27</b>
Fixed Assets	2,819.12	2,213.60	1,599.19	1,554.42	1,353.25
Investments	771.55	681.42	585.87	468.63	331.80
Other current and non-current assets	3,809.42	3,730.88	3,183.02	2,319.65	2,349.22
<b>ASSETS</b>	<b>7,400.09</b>	<b>6,625.90</b>	<b>5,368.08</b>	<b>4,342.70</b>	<b>4,034.27</b>
Debt - Equity Ratio	0.16 : 1	0.14 : 1	0.05 : 1	0.08 : 1	0.09 : 1
Cash Earnings Per Share (₹)	10.94	9.75	8.92	8.95	6.19
Earnings Per Share - Basic (₹)	8.53	7.72	7.01	7.20	4.49
Earnings Per Share - Diluted (₹)	8.53	7.72	7.01	7.20	4.49
Book Value Per Share (₹)	44.21	38.74	33.76	27.03	24.25
Dividend per share (₹)	3.20	3.10	2.80	2.20	1.90
Number of employees	4088	3931	3814	3600	3450

# Figures for these years are as per new accounting standard (Ind AS 116) and Schedule III of Companies Act, 2013. 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.

## Retain earnings includes Dividend payout.

[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	Berger Coatings Private Limited	SBL Specialty Coatings Private Limited	Berger Paints (Cyprus) Limited	Lusako Trading Limited	Berger Paints Overseas Limited	Bolix S.A	Build Trade BIS sp. z.o.o	Bolix UKRAINA OOO	Soltherm External Insulations Limited	Soltherm Isolations Thermique Exterieur SAS	Hesse Wood Coatings Private Limited	Berger Rock Paints Private Limited	STP Limited
1	Reporting Period	14-05-2023	31-05-2023	31-05-2023	31-12-2022	31-12-2022	31-12-2022	31-12-2022	31-12-2022	31-12-2022	31-12-2022	31-12-2022	31-05-2023	31-05-2023	31-05-2023
2	Reporting Currency	Nepalese Rupee	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	82.79	82.79	1.12	18.92	18.92	2.24	101.87	89.61	1.00	1.00	1.00
4	Share Capital (₹ in Crores)	2.16	2.50	2.96	135.15	396.62	1.55	18.92	0.09	0.19	0.30	0.04	2.02	8.00	19.75
5	Reserves & Surplus* (₹ in Crores)	207.33	11.84	89.63	(18.15)	(70.83)	(95.54)	213.24	(0.00)	(0.22)	7.91	0.06	(0.99)	(6.13)	51.65
6	Total assets* (₹ in Crores)	312.74	52.82	132.69	117.07	329.08	33.26	370.33	0.09	1.85	46.58	1.82	12.12	16.55	153.12
7	Total liabilities* (₹ in Crores)	103.25	38.48	40.10	0.07	0.29	127.25	138.17	0.00	1.88	38.37	1.72	11.09	14.68	81.72
8	Investments* (₹ in Crores)	-	0.00	26.84	-	327.25	-	9.46	0.01	0.00	0.00	0.00	-	-	-
9	Turnover* (₹ in Crores)	260.25	33.74	169.56	0.00	7.97	16.42	302.68	0.00	7.93	70.46	17.24	20.69	23.76	325.79
10	Profit/(loss) before taxation* (₹ in Crores)	50.89	(0.54)	29.21	(6.22)	6.31	(2.60)	4.34	(0.01)	0.72	4.00	(0.08)	0.85	(0.18)	24.93
11	Provision for taxation* (₹ in Crores)	10.46	0.59	7.47	0.00	0.00	0.00	0.45	0.00	0.11	0.86	0.00	0.27	0.00	7.41
12	Profit/(loss) after taxation* (₹ in Crores)	40.43	(1.13)	21.74	(6.22)	6.31	(2.60)	3.89	(0.01)	0.61	3.14	(0.08)	0.58	(0.18)	17.52
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
- Figures marked with (\*) are below the rounding off norms adopted by the Company.

Place: New Delhi

Dated: May 15, 2023

**For and on behalf of Board of Directors of Berger Paints India Limited**

**Kuldip Singh Dhingra – Chairman (DIN: 00048406)**

**Gurbachan Singh Dhingra – Vice-Chairman (DIN: 00048465)**

**Abhijit Roy – Managing Director & CEO (DIN: 03439064)**

**Kaushik Ghosh – Vice President & CFO (ACA – 059971)**

**Arunito Ganguly – Vice President & Company Secretary (FCS – 9285)**

**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	Berger Becker Coatings Private Limited (INR)	BERGER NIPPON PAINT AUTOMOTIVE COATINGS PRIVATE LIMITED "Formerly BNB COATINGS INDIA PVT. LTD. (INR)	Surefire Management Services Limited (GBP)
		Joint Venture	Joint Venture	Joint Venture
1	Latest audited Balance Sheet Date	31-03-2023	31-03-2023	31-12-2022
2	Shares of Associate / Joint Ventures held by the company on the year end			
	i) Number	2,70,850	15,48,376	75,000
	ii) Amount of Investment in Associates / Joint Venture (₹ in Crores)	2.71	154.84	0.31
	iii) Extend of Holding %	48.98%	49.00%	75.00%
3	Description of how there is significant influence	Shareholding more than 20%	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	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 (₹ in Crores)	100.99	247.97	2.41
6	Profit / (Loss) for the year (₹ in Crores)	(18.24)	3.94	1.15
	i) Considered in consolidation	(19.00)	4.10	0.38
	ii) Not Considered in consolidation			

**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 Board of Directors of Berger Paints India Limited**

**Kuldip Singh Dhingra – Chairman (DIN: 00048406)**

**Gurbachan Singh Dhingra – Vice-Chairman (DIN: 00048465)**

**Abhijit Roy – Managing Director & CEO (DIN: 03439064)**

**Kaushik Ghosh – Vice President & CFO (ACA – 059971)**

**Arunito Ganguly – Vice President & Company Secretary (FCS – 9285)**

Place: New Delhi

Dated: May 15, 2023



## 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 2023, 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, 2023, 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 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, 2023. 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 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. 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> <ol style="list-style-type: none"> <li>1) 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>2) We assessed the design and tested the operating effectiveness of internal controls related to sales and applicable rebates/discounts.</li> <li>3) We performed test for a sample of sales transactions 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>4) 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>5) 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>6) We read and assessed the relevant disclosures made in the consolidated financial statements.</li> </ol>
<b>Assessment of Impairment of Goodwill (as described in Note 44 of the consolidated financial statements)</b>	
<p>The Group has goodwill in consolidated financial statements for the year ended March 31, 2023 including significant amount of such goodwill recognized in the Consolidated financial statements of one of the subsidiaries. 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 consolidated financial statements of subsidiary, we made enquiries on audit procedures performed by the component auditor. The audit procedures carried out by component auditor of the subsidiary includes the following:                     <ol style="list-style-type: none"> <li>a) Evaluated the methodology applied by the subsidiary in determining the CGUs to which goodwill is allocated.</li> <li>b) Verified the recoverable amount ascertained by the management of the subsidiary 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> </li> <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 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 the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Corporate Governance, Business Responsibility and Sustainability Report and Shareholder's Information, but does not include the consolidated financial statements and our auditor's report thereon. The Business Responsibility and Sustainability Report is expected to be made available to us after the date of this auditor's report.

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.

When we read the Business Responsibility report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

### 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 of 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 their respective companies 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 of its joint ventures are responsible for assessing the ability of their respective companies 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 of its joint ventures are also responsible for overseeing the financial reporting process of their respective companies.

### 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 skepticism 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, 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, 2023 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

We did not audit the financial statements and other financial information in respect of nine (9) subsidiaries (including one (1) step down subsidiary) and consolidated financial statements and other financial information in respect of one (1) step-down subsidiary (including its four (4) step-down subsidiaries), whose financial statements include total assets of ₹1,556.41 Crores as at March 31, 2023, and total revenues of ₹1,200.16 Crores and net cash inflows of ₹21.98 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 loss of ₹13.17 Crores for the year ended March 31, 2023, as considered in the consolidated financial statements, in respect of three (3) joint ventures (including one (1) joint venture included in the consolidated financial statements of a step-down subsidiary as referred above), whose financial statements and 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 the joint venture of a step-down subsidiary 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 (including the joint venture of the step-down subsidiary) 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 the joint venture of the step-down subsidiary 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 and the financial statements and other financial information certified by the Management.

### Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 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 the subsidiary companies and joint ventures, incorporated in India, as noted in the 'Other Matter' paragraph we give in the "Annexure 1" a statement on the matters specified in paragraph 3(xx) of the Order.
2. 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, 2023 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, 2023 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 2" to this report;
- (g) In our opinion and based on the consideration of reports of other statutory auditors of the subsidiaries incorporated in India, the managerial remuneration for the year ended March 31, 2023 has been paid / provided by the Holding Company, its subsidiaries 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 49 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, 2023;
  - 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, 2023;
  - iv. a) The respective managements of the Holding Company and its subsidiaries and joint ventures which are companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiaries and joint ventures respectively that, to the best of its knowledge and belief, other than as disclosed in the Note 57(vi)(I) to the consolidated financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Holding Company or any of such subsidiaries and joint ventures to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the respective Holding Company or any of such subsidiaries and joint ventures ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;



- b) The respective managements of the Holding Company and its subsidiaries and joint ventures which are companies incorporated in India whose financial statements have been audited under the Act have represented to us and the other auditors of such subsidiaries and joint ventures respectively that, to the best of its knowledge and belief, other than as disclosed in the Note 57(vi)(II) to the consolidated financial statements, no funds have been received by the respective Holding Company or any of such subsidiaries and joint ventures from any person(s) or entity(ies), including foreign entities (“Funding Parties”), with the understanding, whether recorded in writing or otherwise, that the Holding Company or any of such subsidiaries and joint ventures shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
- c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed by us and that performed by the auditors of the subsidiaries and joint ventures which are companies incorporated in India whose financial statements have been audited under the Act, nothing has come to our or other auditor’s notice that has caused us or the other auditors to believe that the representations under sub-clause (a) and (b) contain any material mis-statement.
- v. The final dividend paid by the Holding Company and its joint venture company incorporated in India during the year in respect of the same declared for the previous year is in accordance with section 123 of the Act to the extent it applies to payment of dividend.
- As stated in Note 33 to the consolidated financial statements, the Board of Directors of the Holding Company, has proposed final dividend for the year which is subject to the approval of the members of the Holding Company at the ensuing Annual General Meeting. The dividend declared is in accordance with section 123 of the Act to the extent it applies to declaration of dividend.
- vi) As proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 is applicable only w.e.f. April 1, 2023 for the Holding Company, its subsidiaries and joint venture companies incorporated in India, hence reporting under this clause is not applicable.

For **S.R. Batliboi & Co. LLP**  
Chartered Accountants  
ICAI Firm Registration Number: 301003E/E300005

per **Vishal Sharma**  
Partner  
Membership Number: 096766  
UDIN:23096766BGYHTD8605  
Place of Signature: New Delhi  
Date: May 15,2023

## ANNEXURE 1 REFERRED TO IN PARAGRAPH 1 UNDER THE HEADING “REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS” OF OUR REPORT OF EVEN DATE

### Re: Berger Paints India Limited (“the Holding Company”)

In terms of the information and explanations sought by us and given by the Holding Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief and based on the consideration of report of respective auditor of the subsidiary companies and joint ventures incorporated in India, we state that:

- (xxi) There are no qualifications or adverse remarks by the respective auditors in the Companies (Auditors Report) Order (CARO) reports of the companies included in the consolidated financial statements. Accordingly, the requirement to report on clause 3(xxii) of the Order is not applicable to the Holding Company.

For **S.R. Batliboi & Co. LLP**  
Chartered Accountants  
ICAI Firm Registration Number: 301003E/E300005

per **Vishal Sharma**  
Partner  
Membership Number: 096766  
UDIN:23096766BGYHTD8605  
Place of Signature: New Delhi  
Date: May 15,2023



## ANNEXURE 2 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, 2023, 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 its 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 Group and its 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 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 and its 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, 2023, 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 three (3) subsidiaries and two (2) joint ventures, 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 **Vishal Sharma**

Partner

Membership Number: 096766

UDIN:23096766BGYHTD8605

Place of Signature: New Delhi

Date: May 15, 2023



## CONSOLIDATED BALANCE SHEET AS AT MARCH 31, 2023

	Notes	As at March 31, 2023	As at March 31, 2022
<b>₹ in Crores</b>			
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, plant and equipment	4	2,536.14	1,473.39
Capital work-in-progress	5	110.19	605.51
Goodwill	6	281.69	275.56
Other intangible assets	7(a)	15.72	15.06
Right-of-use assets	48	498.02	422.80
Intangible assets under development	7(b)	0.35	-
Investments in joint ventures	8a	130.15	147.06
Financial assets			
(a) Investments *	8b	-	0.00
(b) Other financial assets	9	127.76	89.49
Deferred tax assets (net)	25	0.76	1.17
Income tax assets (net)	10	68.18	58.34
Other non-current assets	11	33.76	66.86
		<b>3,802.72</b>	<b>3,155.24</b>
<b>Current assets</b>			
Inventories	12	2,319.12	2,315.83
Financial assets			
(a) Investments	13	52.96	87.27
(b) Trade receivables	14	1,243.12	1,053.68
(c) Cash and cash equivalents	15	116.17	103.30
(d) Bank balances other than (c) above	16	128.52	209.65
(e) Loans	17	4.09	-
(f) Other financial assets	18	52.46	66.65
Other current assets	19	248.01	221.04
		<b>4,164.45</b>	<b>4,057.42</b>
		<b>7,967.17</b>	<b>7,212.66</b>
<b>Total assets</b>			
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Equity share capital	20	97.14	97.13
Other equity	21	4,396.98	3,829.86
<b>Equity attributable to equity holders of the parent</b>		<b>4,494.12</b>	<b>3,926.99</b>
Non-controlling interest	21	8.14	7.17
<b>Total Equity</b>		<b>4,502.26</b>	<b>3,934.16</b>
<b>Liabilities</b>			
Non-current liabilities			
Financial liabilities			
(a) Borrowings	22	7.77	9.83
(ai) Lease liabilities	48	334.64	270.46
(b) Other financial liabilities	23	76.10	77.69
Provisions	24	11.92	11.51
Deferred tax liabilities (net)	25	55.85	52.85
Other non-current liabilities	26	4.08	4.44
		<b>490.36</b>	<b>426.78</b>
<b>Current liabilities</b>			
Financial liabilities			
(a) Borrowings	27	759.88	658.10
(ai) Lease liabilities	48	86.68	75.14
(b) Trade payables	28		
i) Total outstanding dues of micro enterprises and small enterprises		101.95	66.71
ii) Total outstanding dues of creditors other than micro enterprises and small enterprises		1,663.74	1,736.18
(c) Other financial liabilities	29	152.88	158.35
Other current liabilities	30	123.73	92.14
Provisions	31	67.25	47.03
Income tax liabilities (net)	32	18.44	18.07
		<b>2,974.55</b>	<b>2,851.72</b>
		<b>3,464.91</b>	<b>3,278.50</b>
		<b>7,967.17</b>	<b>7,212.66</b>

\*Refer Note 60

### Summary of significant accounting policies

The accompanying notes are an integral part of the Consolidated financial statements.  
As per our report of even date

For **S.R. BATLIBOI & CO. LLP**  
Chartered Accountants  
Firm Registration Number 301003E/E300005  
per **Vishal Sharma**  
Partner  
Membership Number : 096766  
Place: New Delhi  
Dated: May 15, 2023

For and on behalf of Board of Directors of Berger Paints India Limited

**Kuldip Singh Dhingra** – Chairman (DIN: 00048406)  
**Gurbachan Singh Dhingra** – Vice-Chairman (DIN: 00048465)  
**Abhijit Roy** – Managing Director & CEO (DIN: 03439064)  
**Kaushik Ghosh** – Vice President & CFO (ACA – 059971)  
**Arunito Ganguly** – Vice President & Company Secretary (FCS – 9285)

## CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2023

	Notes	Year Ended March 31, 2023	Year Ended March 31, 2022
<b>₹ in Crores</b>			
<b>Income</b>			
Revenue from operations	34	10,567.84	8,761.78
Other income	35	51.57	64.59
<b>Total income</b>		<b>10,619.41</b>	<b>8,826.37</b>
<b>Expenses</b>			
Cost of materials consumed	36	5,852.62	5,046.77
Purchases of traded goods	37	971.14	763.79
Increase in inventories of finished goods, work-in-progress and traded goods	38	(93.24)	(381.49)
Employee benefits expense	39	609.19	543.12
Finance costs	40	99.23	50.72
Depreciation and amortisation expense	41	264.03	226.51
Other expenses	42	1,740.93	1,458.52
<b>Total expenses</b>		<b>9,443.90</b>	<b>7,707.94</b>
<b>Profit before share of profit/(loss) in joint ventures and tax</b>		<b>1,175.51</b>	<b>1,118.43</b>
Share of profit/(loss) in joint ventures	8a	(13.17)	3.86
<b>Profit before tax</b>		<b>1,162.34</b>	<b>1,122.29</b>
<b>Tax expense</b>			
Current tax		299.03	286.06
Deferred tax charge/ (credit)	25	2.91	3.28
Total tax expense		<b>301.94</b>	<b>289.34</b>
<b>Profit for the year (I)</b>		<b>860.40</b>	<b>832.95</b>
<b>Other comprehensive income/ (loss):</b>			
(i) Other comprehensive income/ (loss) not to be reclassified to profit or loss in subsequent periods:			
Re-measurement gain/(loss) on defined benefit obligations (net)		(0.85)	0.73
Income tax effect thereof		0.22	(0.17)
Share of Other comprehensive income in Joint Venture (net of tax)		0.02	0.04
(ii) Other comprehensive income to be reclassified to profit or loss in subsequent periods:			
Exchange differences on translation of foreign operations		4.97	(16.10)
<b>Other Comprehensive Income/(Loss) for the year (II)</b>		<b>4.36</b>	<b>(15.50)</b>
<b>Total comprehensive income for the year (I + II)</b>		<b>864.76</b>	<b>817.45</b>
<b>Profit attributable to:</b>			
-Equity holders of the parent		859.42	832.82
-Non-controlling interest		0.98	0.13
		<b>860.40</b>	<b>832.95</b>
<b>Other comprehensive income/(loss) attributable to</b>			
-Equity holders of the parent		4.37	(15.48)
-Non-controlling interest		(0.01)	(0.02)
		<b>4.36</b>	<b>(15.50)</b>
<b>Total comprehensive income attributable to</b>			
-Equity holders of the parent		863.79	817.34
-Non-controlling interest		0.97	0.11
		<b>864.76</b>	<b>817.45</b>
<b>Earnings per equity share of ₹ 1 each</b>	43		
Basic (amount in ₹)		8.86	8.58
Diluted (amount in ₹)		8.86	8.57

### Summary of significant accounting policies

The accompanying notes are an integral part of the Consolidated financial statements.  
As per our report of even date.

For **S.R. BATLIBOI & CO. LLP**  
Chartered Accountants  
Firm Registration Number 301003E/E300005  
per **Vishal Sharma**  
Partner  
Membership Number : 096766  
Place: New Delhi  
Dated: May 15, 2023

For and on behalf of Board of Directors of Berger Paints India Limited

**Kuldip Singh Dhingra** – Chairman (DIN: 00048406)  
**Gurbachan Singh Dhingra** – Vice-Chairman (DIN: 00048465)  
**Abhijit Roy** – Managing Director & CEO (DIN: 03439064)  
**Kaushik Ghosh** – Vice President & CFO (ACA – 059971)  
**Arunito Ganguly** – Vice President & Company Secretary (FCS – 9285)





## CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2023

### a. Equity Share Capital (Refer Note 20):

Particulars	No. of shares	Amount (₹ in Crores)
Equity shares of ₹1 each issued, subscribed and fully paid		
<b>As at April 1, 2021</b>	97,12,95,037	97.13
Add: Issue of Shares on exercise of Employee Stock Options (Note 47) *	28,452	0.00
<b>As at March 31, 2022</b>	97,13,23,489	97.13
Add: Issue of Shares on exercise of Employee Stock Options (Note 47)	98,996	0.01
<b>As at March 31, 2023</b>	<b>97,14,22,485</b>	<b>97.14</b>

\*Refer Note 60.

### b. Other equity (Refer Note 21)

For the year ended March 31, 2023

₹ in Crores

Particulars	Reserves & Surplus						Foreign Currency Translation Reserve	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, 2022</b>	<b>120.72</b>	<b>6.77</b>	<b>3,420.37</b>	<b>0.19</b>	<b>302.87</b>	<b>0.04</b>	<b>(21.10)</b>	<b>3,829.86</b>	<b>7.17</b>	<b>3,837.03</b>
Profit for the year	-	-	859.42	-	-	-	-	859.42	0.98	860.40
Other comprehensive income for the year (net of tax)	-	-	(0.60)	-	-	-	4.97	4.37	(0.01)	4.36
<b>Total Comprehensive Income for the year</b>	<b>-</b>	<b>-</b>	<b>858.82</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>4.97</b>	<b>863.79</b>	<b>0.97</b>	<b>864.76</b>
Share based payments (Note 47)	-	5.93	-	-	-	-	-	5.93	-	5.93
Exercise of share options (Note 47)	6.75	(6.75)	-	-	-	-	-	-	-	-
Cost of Share based payments (Note 47)	-	(1.37)	-	-	-	-	-	(1.37)	-	(1.37)
Transfer to housing reserves (Note 31)	-	-	(0.12)	-	-	-	-	(0.12)	-	(0.12)
Dividends (Note 33)	-	-	(301.11)	-	-	-	-	(301.11)	-	(301.11)
<b>As at March 31, 2023</b>	<b>127.47</b>	<b>4.58</b>	<b>3,977.96</b>	<b>0.19</b>	<b>302.87</b>	<b>0.04</b>	<b>(16.13)</b>	<b>4,396.98</b>	<b>8.14</b>	<b>4,405.12</b>

## CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2023

### b. Other equity (Contd.)

For the year ended March 31, 2022

₹ in Crores

Particulars	Reserves & Surplus						Foreign Currency Translation Reserve	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, 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>
Profit for the year	-	-	832.82	-	-	-	-	832.82	0.13	832.95
Other comprehensive income for the year (net of tax)	-	-	0.60	-	-	-	(16.10)	(15.50)	(0.02)	(15.52)
<b>Total Comprehensive Income for the year</b>	<b>-</b>	<b>-</b>	<b>833.42</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(16.10)</b>	<b>817.32</b>	<b>0.11</b>	<b>817.43</b>
Share based payments (Note 47)	-	5.62	-	-	-	-	-	5.62	-	5.62
Exercise of share options (Note 47)	1.39	(1.39)	-	-	-	-	-	-	-	-
Cost of Share based payments (Note 47)	-	(0.06)	-	-	-	-	-	(0.06)	-	(0.06)
Transfer to housing reserves (Note 31)	-	-	(0.80)	-	-	-	-	(0.80)	-	(0.80)
Dividends (Note 33)	-	-	(271.96)	-	-	-	-	(271.96)	-	(271.96)
<b>As at March 31, 2022</b>	<b>120.72</b>	<b>6.77</b>	<b>3,420.37</b>	<b>0.19</b>	<b>302.87</b>	<b>0.04</b>	<b>(21.10)</b>	<b>3,829.86</b>	<b>7.17</b>	<b>3,837.03</b>

### Summary of significant accounting policies

3

The accompanying notes are an integral part of the Consolidated financial statements.

As per our report of even date

For **S.R. BATLIBOI & CO. LLP**

Chartered Accountants

Firm Registration Number 301003E/E300005

per **Vishal Sharma**

Partner

Membership Number : 096766

Place: New Delhi

Dated: May 15, 2023

For and on behalf of Board of Directors of Berger Paints India Limited

**Kuldip Singh Dhingra** – Chairman (DIN: 00048406)

**Gurbachan Singh Dhingra** – Vice-Chairman (DIN: 00048465)

**Abhijit Roy** – Managing Director & CEO (DIN: 03439064)

**Kaushik Ghosh** – Vice President & CFO (ACA – 059971)

**Arunito Ganguly** – Vice President & Company Secretary (FCS – 9285)



**CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2023**

Particulars	₹ in Crores	
	Year ended 31.03.2023	Year ended 31.03.2022
<b>A. Cash flows from operating activities:</b>		
<b>Profit before tax</b>	<b>1,162.34</b>	<b>1,122.29</b>
Adjustments to reconcile profit before tax to net cash flows :		
Depreciation and amortisation expense	264.03	226.51
(Profit)/loss on sale/discard of Property, plant and equipment and intangible assets	3.76	(6.79)
Share based payment to employees	4.56	5.56
Exchange difference on translation of assets and liabilities	(1.16)	(5.75)
Sundry balances written back	(3.49)	(4.51)
Gain on early termination of leases	(3.65)	(1.26)
Unrealised foreign exchange (gain)/loss	(0.19)	0.82
Provision for bad and doubtful debts (net)	22.70	7.60
Net gain on sale of mutual fund investments measured at Fair Value Through Profit or Loss (FVTPL)	(1.95)	(6.91)
Fair value gain on mutual fund investments measured at Fair Value Through Profit or Loss (FVTPL)	(0.30)	(0.90)
Share of (profit)/loss in joint venture	13.17	(3.86)
Finance costs	99.23	50.72
Interest income	(15.87)	(20.16)
<b>Operating profit before working capital changes</b>	<b>1,543.18</b>	<b>1,363.36</b>
Adjustments for :		
Increase/(decrease) in trade payables	(37.24)	313.83
Increase in other financial liabilities	12.34	20.91
Increase in other liabilities	31.23	6.81
Increase/(decrease) in provisions	19.35	(2.84)
Increase in loans, deposits and other financial assets	(41.41)	(8.32)
Increase in other assets	(28.27)	(86.77)
Increase in trade receivables	(212.14)	(41.56)
Increase in inventories	(3.29)	(699.70)
<b>Cash generated from operations</b>	<b>1,283.75</b>	<b>865.72</b>
Direct taxes paid (net of refunds)	(307.78)	(299.22)
<b>Net cash flows from operating activities (A)</b>	<b>975.97</b>	<b>566.50</b>
<b>B. Cash flows from investing activities:</b>		
Purchase of property, plant and equipment and intangible assets (including capital work in progress and intangible assets under development)	(748.04)	(774.02)
Proceeds from sale of property, plant and equipment and intangible assets	4.19	14.44
Loan given to a Joint Venture	(4.09)	-
Proceeds from sale of current investments	787.71	1,192.99
Purchase of current investments	(751.15)	(1,062.69)
Proceeds from maturity of fixed deposits with banks	244.87	405.22
Investment in fixed deposits with banks	(150.92)	(322.47)
Dividend received from Joint Venture	3.76	2.71
Interest received	13.42	22.53
<b>Net cash used in investing activities (B)</b>	<b>(600.25)</b>	<b>(521.29)</b>
<b>C. Cash flows from financing activities:</b>		
Proceeds from issuance of equity share capital *	0.01	0.00
Net movement in cash credit	(16.05)	6.20
Movement in long term borrowings	(65.91)	(155.82)
Proceeds from Short term borrowings	8,414.00	3,108.10
Repayment of other short term borrowings	(8,232.32)	(2,666.13)
Payment of lease liabilities (including interest)	(100.00)	(75.71)
Interest paid	(61.47)	(22.81)
Dividend paid	(301.11)	(271.96)
<b>Net cash used in financing activities (C)</b>	<b>(362.85)</b>	<b>(78.13)</b>
<b>Net increase/(decrease) in cash and cash equivalents [A+B+C]</b>	<b>12.87</b>	<b>(32.92)</b>
<b>Cash and cash equivalents as at the beginning of the year (Refer Note 15)</b>	<b>103.30</b>	<b>136.22</b>
<b>Cash and cash equivalents as at end of the year (Refer Note 15)</b>	<b>116.17</b>	<b>103.30</b>
<b>Components of cash and cash equivalents</b>		
Balances with banks (Refer Note 15):		
– On current accounts	84.63	86.91
– Deposits with original maturity of less than three months	30.37	11.74
Cheques/drafts on hand	0.42	3.96
Cash on hand	0.75	0.69
<b>Total cash and cash equivalents</b>	<b>116.17</b>	<b>103.30</b>

\* Refer Note 60

**Summary of significant accounting policies**

The accompanying notes are an integral part of the Consolidated financial statements. As per our report of even date

For **S.R. BATLIBOI & CO. LLP**  
Chartered Accountants  
Firm Registration Number 301003E/E300005  
per **Vishal Sharma**  
Partner  
Membership Number : 096766  
Place: New Delhi  
Dated: May 15, 2023

For and on behalf of Board of Directors of Berger Paints India Limited

**Kuldip Singh Dhingra** – Chairman (DIN: 00048406)  
**Gurbachan Singh Dhingra** – Vice-Chairman (DIN: 00048465)  
**Abhijit Roy** – Managing Director & CEO (DIN: 03439064)  
**Kaushik Ghosh** – Vice President & CFO (ACA – 059971)  
**Arunito Ganguly** – Vice President & Company Secretary (FCS – 9285)

**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2023**

**1. Corporate Information**

The Consolidated Financial Statements comprise financial statements of Berger Paints India Limited ('BPIL' or 'the Parent 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 2023. The Parent 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 Parent 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 45. Information on other related party relationships of the Group is provided in Note 50.

The Consolidated Financial Statements were authorised for issue in accordance with a resolution of the directors on May 15, 2023.

**2. Significant Accounting Policies**

**2.1 Basis of preparation**

The Consolidated 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 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 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. The Group has prepared the financial statements on the basis that it will continue to operate as a going concern.

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 Financial Statements comprise the financial statements of the Parent Company, its subsidiaries and joint ventures as at March 31, 2023. 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



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2023

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
- 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 Financial Statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

The Consolidated 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 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 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 Parent 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 Parent Company's investment in each subsidiary and the Parent Company's portion of equity of each subsidiary. Business combinations policy explains how to account for any related goodwill.
- (c) Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the Group (profits or losses resulting from intragroup transactions that are recognised in assets, such as inventory and property, plant and equipment, are eliminated in full). Intragroup 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 intragroup 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 recognized as part of Other Comprehensive Income as Foreign Currency Translation Reserve by the Parent Company until the disposal of Investment.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2023

- (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 45 of the Consolidated Financial Statements.

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction. If the Group loses control over a subsidiary, it:

- Derecognises the assets (including goodwill) and liabilities of the subsidiary at their carrying amounts at the date when control is lost
- Derecognises the carrying amount of any non-controlling interests
- Derecognises the cumulative translation differences recorded in equity
- Recognises the fair value of the consideration received
- Recognises the fair value of any investment retained
- Recognises any surplus or deficit in profit or loss
- Recognise that distribution of shares of subsidiary to Group in Group's capacity as owners
- Reclassifies the parent's share of components previously recognised in OCI to profit or loss or transferred directly to retained earnings, if required by other Ind ASs as would be required if the Group had directly disposed of the related assets or liabilities

### 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.

The Group determines that it has acquired a business when the acquired set of activities and assets include an input and a substantive process that together significantly contribute to the ability to create outputs. The acquired process is considered substantive if it is critical to the ability to continue producing outputs, and the inputs acquired include an organised workforce



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2023

with the necessary skills, knowledge, or experience to perform that process or it significantly contributes to the ability to continue producing outputs and is considered unique or scarce or cannot be replaced without significant cost, effort, or delay in the ability to continue producing outputs.

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.

However, the following assets and liabilities acquired in a business combination are measured at the basis indicated below:

- Deferred tax assets or liabilities, and the liabilities or assets related to employee benefit arrangements are recognised and measured in accordance with Ind AS 12 Income Tax and Ind AS 19 Employee Benefits respectively.
- Potential tax effects of temporary differences and carry forwards of an acquiree that exist at the acquisition date or arise as a result of the acquisition are accounted in accordance with Ind AS 12.
- Liabilities or equity instruments related to share based payment arrangements of the acquiree or share – based payments arrangements of the Group entered into to replace share-based payment arrangements of the acquiree are measured in accordance with Ind AS 102 Share-based Payments at the acquisition date.
- Assets (or disposal groups) that are classified as held for sale in accordance with Ind AS 105 Non-current Assets held for Sale and Discontinued Operations are measured in accordance with that Standard.
- Reacquired rights are measured at a value determined on the basis of the remaining contractual term of the related contract. Such valuation does not consider potential renewal of the reacquired right.

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date. This includes the separation of embedded derivatives in host contracts by the acquiree.

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.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2023

A cash generating unit (CGU) to which goodwill has been allocated is tested for impairment annually or more frequently 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 pro rata 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.

Where goodwill has been allocated to a cash-generating unit and part of the operation within that unit is disposed of, the goodwill associated with the disposed operation is included in the carrying amount of the operation when determining the gain or loss on disposal. Goodwill disposed in these circumstances is measured based on the relative values of the disposed operation and the portion of the cash-generating unit retained.

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.

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



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2023

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 terms of the liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

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.

### 3.4. Foreign Currencies

The Group's Consolidated Financial Statements are presented in INR, which is also the Parent 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.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2023

The functional currency of Berger Paints India Limited, Beepee Coatings Private Limited, STP Limited, SBL Specialty Coatings Private Limited, 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.

Exchange differences arising on settlement or translation of monetary items are recognised in profit or loss with the exception of the following:

- ▶ Exchange differences arising on monetary items that forms part of a reporting entity's net investment in a foreign operation are recognised in profit or loss in the separate financial statements of the reporting entity or the individual financial statements of the foreign operation, as appropriate. In the financial statements that include the foreign operation and the reporting entity (e.g., Consolidated Financial Statements when the foreign operation is a subsidiary), such exchange differences are recognised initially in OCI. These exchange differences are reclassified from equity to profit or loss on disposal of the net investment.
- ▶ Exchange differences arising on monetary items that are designated as part of the hedge of the Group's net investment of a foreign operation. These are recognised in OCI until the net investment is disposed of, at which time, the cumulative amount is reclassified to profit or loss.
- ▶ Tax charges and credits attributable to exchange differences on those monetary items are also recorded in OCI.

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).

In determining the spot exchange rate to use on initial recognition of the related asset, expense or income (or part of it) on the derecognition of a non-monetary asset or non-monetary liability relating to advance consideration, the date of the transaction is the date on which the Group initially recognises the non-monetary asset or non-monetary liability arising from the advance consideration. If there are multiple payments or receipts in advance, the Group determines the transaction date for each payment or receipt of advance consideration.

### Group companies



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2023

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 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, 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.

### 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 Financial Statements are categorised

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2023

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 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.

The Group determines the policies and procedures for both recurring fair value measurement, such as unquoted financial assets measured at fair value, and for non-recurring measurement, such as assets held for sale in discontinued operations, if any.

External valuers are involved for valuation of significant assets, such as properties and unquoted financial assets, and significant liabilities, such as contingent consideration. Involvement of external valuers is decided upon annually by the management after discussion with and approval by the Company's Audit Committee. Selection criteria include market knowledge, reputation, independence and whether professional standards are maintained.

At each reporting date, the management analyses the movements in the values of assets and liabilities which are required to be remeasured or re-assessed as per the Group's accounting policies. For this analysis, the management verifies the major inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents.

### 3.6. Revenue from contract with customer

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.

Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of goods sold and services rendered is net of variable consideration on account of various discounts and schemes offered by the Group as part of the contract, excluding amounts collected on behalf of third parties.



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2023

### 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 and the amount of revenue can be measured reliably and recovery of the consideration is probable. 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 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.

### Revenue from Combined Contracts

The Holding Company provides service related to painting that is bundled together with the sale of goods to a customer. 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.

### Interest income

Interest income is accrued on a time proportion basis, by reference to the principal outstanding and effective interest rate applicable.

### Dividend income

Dividend income from investments is recognised when the right to receive payment has been established.

### 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 sections "Financial instruments – Initial recognition" and "Financial instruments – Subsequent measurement".

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2023

### 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 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 profit or loss over the expected useful life in a pattern of consumption of the benefit of the underlying asset i.e. by equal annual instalments.

### 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 in the countries where the Group operates and generates taxable income.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity. 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. The group shall reflect the effect of uncertainty for each uncertain tax treatment by using either most likely method or expected value method, depending on which method predicts better resolution of the treatment. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

#### 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 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 liabilities are recognised for all taxable temporary differences, except:

- ▶ When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2023

- ▶ In respect of taxable temporary differences associated with investments in subsidiaries and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

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.

In assessing the recoverability of deferred tax assets, the Group relies on the same forecast assumptions used elsewhere in the financial statements and in other management reports, which, among other things, reflect the potential impact of climate-related development on the business, such as increased cost of production as a result of measures to reduce carbon emission.

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 in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

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 recognized in respect of 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 recognized 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.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2023

- ▶ 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 (PPE) and Capital work in progress are carried at cost of acquisition, on current cost basis less accumulated depreciation and accumulated impairment losses, 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 44 regarding significant accounting judgements, estimates and assumptions and provisions for further information about the recorded decommissioning provision.

Subsequent expenditure would be recognized in the carrying amount of PPE when that cost/ expense would meet the recognition criteria given in paragraph 7 of Ind AS 16 i.e., it is probable that future economic benefits associated with the item will flow to the entity and the cost of the item can be measured reliably.

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.





## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2023

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. In particular, the Group considers the impact of health, safety and environmental legislation in its assessment of expected useful lives and estimated residual values.

### 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 recognized 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.

The useful lives of intangible assets are assessed as either finite or indefinite.

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are considered to modify the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the Statement of Profit and Loss unless such expenditure forms part of carrying value of another asset.

Intangible assets with indefinite useful lives are not amortised, but are tested for impairment annually, either individually or at the cash-generating unit level. The assessment of indefinite life is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

An intangible asset is derecognised upon disposal (i.e., at the date the recipient obtains control) or when no future economic benefits are expected from its use or disposal.

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.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2023

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.

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

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.



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2023

### 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:

- Leasehold Land and Building 2 years to 99 years

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 48.

### 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.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2023

### 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 includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. 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.

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.

The comparison of cost and net realizable value is made on an item-by-item basis.

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 including goodwill 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.



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2023

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.

Goodwill is tested for impairment annually and when circumstances indicate that the carrying value may be impaired.

Impairment is determined for goodwill by assessing the recoverable amount of each CGU (or group of CGUs) to which the goodwill relates. When the recoverable amount of the CGU is less than its carrying amount, an impairment loss is recognised. Impairment losses relating to goodwill cannot be reversed in future periods.

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.

The Group assesses where climate risks could have a significant impact, such as the introduction of emission-reduction legislation that may increase manufacturing costs, etc. These risks in relation to climate-related matters are included as key assumptions where they materially impact the measure of recoverable amount. These assumptions have been included in the cash-flow forecasts in assessing value-in-use amounts, as applicable.

### 3.16. Provisions and Contingencies

A provision is recognized 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 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.

The impact of climate-related matters on remediation of environmental damage is considered with determining the decommissioning liability on the manufacturing facility.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2023

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. The cost of fulfilling a contract comprises the costs that relate directly to the contract (i.e., both incremental costs and an allocation of costs directly related to contract activities).

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 recognized because it is not probable that an outflow of resources will be required to settle the obligation. The Group does not recognize a contingent liability but discloses its existence in the Consolidated Financial Statements.

### 3.17. Employee Benefits

#### Short-term Employee Benefits:

Liabilities for short-term employee benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as 'Employee Benefits Payable' within 'Other Financial Liabilities' in the Balance Sheet.

#### Post-employment 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.



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2023

### 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 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 Parent Company's Employee Provident Fund Trust in Point I b in the previous page, contributions to the Parent Company's Employees Provident Fund Trust (administered by the Parent Company as per the provisions of Employees' Provident Fund and Miscellaneous 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 Parent 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 recognizes 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 Parent 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 Parent 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.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2023

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 pro rata over the service period), then each instalment is treated as a separate share option grant because each instalment has a different vesting period.

#### 3.19. Cash and Cash Equivalents

Cash and cash equivalent for the purpose of presentation in Cash Flow Statement and in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less that are readily convertible to known amounts of cash, 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 recognized 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.



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2023

### 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.

However, trade receivables that do not contain a significant financing component are measured at transaction price. The Group has elected the practical expedient in Ind AS 115 about the existence of significant financing component and the disclosures pertaining to contracts with original expected duration of one year or less and contracts where revenue recognised corresponds to the value transferred to customer typically involving sales of products.

In order for a financial asset to be classified and measured at amortised cost or fair value through OCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level. Financial assets with cash flows that are not SPPI are classified and measured at fair value through profit or loss, irrespective of the business model.

The Group's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both. Financial assets classified and measured at amortised cost are held within a business model with the objective to hold financial assets in order to collect contractual cash flows while financial assets classified and measured at fair value through OCI are held within a business model with the objective of both holding to collect contractual cash flows and selling.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the marketplace (regular way trades) are recognised on the trade date, i.e., the date that the Group commits to purchase or sell the asset.

#### ii. Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in below categories:

- Debt instruments at amortised cost
- Equity instruments measured at fair value through other comprehensive income (FVTOCI)
- Financial assets at fair value through profit or loss .

#### 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 FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2023

This assessment is referred to as the Solely Payments of Principal and Interest (SPPI) test and is performed at an instrument level. Financial assets with cash flows that are not SPPI are classified and measured at fair value through profit or loss, irrespective of the business model.

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 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 recognized 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 recognized 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,



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2023

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 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) recognized during the period is recognized 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.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2023

### ii. Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

#### Financial liabilities at fair value through profit or loss (FVTPL)

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.

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 recognized 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.

#### Trade Payables

Trade payables represent liabilities for goods and services provided to the Group prior to the end of financial year which are unpaid. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

#### 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.



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2023

### 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.

### Reclassification of Financial Assets and Liabilities:

The Group determines classification of financial assets and liabilities on initial recognition. After initial recognition, no reclassification is made for financial assets which are equity instruments and financial liabilities. For financial assets which are debt instruments, a reclassification is made only if there is a change in the business model for managing those assets. Changes to the business model are expected to be infrequent. The Group's senior management determines change in the business model as a result of external or internal changes which are significant to the Group's operations. Such changes are evident to external parties. A change in the business model occurs when the Group either begins or ceases to perform an activity that is significant to its operations. If the Group reclassifies financial assets, it applies the reclassification prospectively from the reclassification date which is the first day of the immediately next reporting period following the change in business model. The Group does not restate any previously recognised gains, losses (including impairment gains or losses) or interest.

The following table shows various reclassification and how they are accounted for:

Original classification	Revised classification	Accounting treatment
Amortised cost	FVTPL	Fair value is measured at reclassification date. Difference between previous amortized cost and fair value is recognised in profit or loss.
FVTPL	Amortised Cost	Fair value at reclassification date becomes its new gross carrying amount. EIR is calculated based on the new gross carrying amount.
Amortised cost	FVTOCI	Fair value is measured at reclassification date. Difference between previous amortised cost and fair value is recognised in OCI. No change in EIR due to reclassification.
FVTOCI	Amortised cost	Fair value at reclassification date becomes its new amortised cost carrying amount. However, cumulative gain or loss in OCI is adjusted against fair value. Consequently, the asset is measured as if it had always been measured at amortised cost.
FVTPL	FVTOCI	Fair value at reclassification date becomes its new carrying amount. No other adjustment is required.
FVTOCI	FVTPL	Assets continue to be measured at fair value. Cumulative gain or loss previously recognized in OCI is reclassified from equity to profit or loss the reclassification date.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2023

### 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. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Group or the counterparty.

### 3.23. Cash dividend to equity holders of the Parent Company

The Holding Company recognises a liability to make cash distributions to equity holders of the Parent Company when the distribution is authorised and the distribution is no longer at the discretion of the Parent 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.

### 3.24. Operating Segments

The Business Process and Risk Management Committee of the Parent 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 Parent 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 Financial Statement are reflective of the information required by Ind AS 108 "Operating Segments".

### 3.25. Events after reporting date:

Where events occurring after the Balance Sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted within the Financial Statements. Otherwise, events after the Balance Sheet date of material size or nature are only disclosed.

### 3.26. New and amended standards

The Ministry of Corporate Affairs has notified Companies (Indian Accounting Standard) Amendment Rules 2022 dated March 23, 2022, to amend the following Ind AS which are effective from April 01, 2022.

#### (a) Amendments to Ind AS 37: Onerous Contracts - Costs of Fulfilling a Contract

An onerous contract is a contract under which the unavoidable cost of meeting the obligations under the contract costs (i.e., the costs that the Company cannot avoid because it has the contract) exceed the economic benefits expected to be received under it.

The amendments specify that when assessing whether a contract is onerous or loss-making, an entity needs to include costs that relate directly to a contract to provide goods or services including both incremental costs (e.g., the costs of direct labour and materials) and an allocation of costs directly related to contract activities (e.g., depreciation of equipment used



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2023

to fulfil the contract and costs of contract management and supervision). General and administrative costs do not relate directly to a contract and are excluded unless they are explicitly chargeable to the counterparty under the contract.

The Group applied the amendments to the contracts for which it had not fulfilled all of its obligations at the beginning of the reporting period.

Prior to the application of the amendments, the Group had not identified any contracts as being onerous as the unavoidable costs under the contracts, which were the costs of fulfilling them, comprised only incremental costs directly related to the contracts. As a result of the amendments, the Group assessed whether certain other directly related costs are required to be included by the Group in determining the costs of fulfilling the contracts. These amendments had no impact on the consolidated financial statements of the Group as there were no onerous contracts within the scope of these amendments that arose during the period.

### (b) Reference to the Conceptual Framework – Amendments to Ind AS 103

The amendments replaced the reference to the ICAI's "Framework for the Preparation and Presentation of Financial Statements under Indian Accounting Standards" with the reference to the "Conceptual Framework for Financial Reporting under Indian Accounting Standard" without significantly changing its requirements.

The amendments also added an exception to the recognition principle of Ind AS 103 Business Combinations to avoid the issue of potential 'day 2' gains or losses arising for liabilities and contingent liabilities that would be within the scope of Ind AS 37 Provisions, Contingent Liabilities and Contingent Assets or Appendix C, Levies, of Ind AS 37, if incurred separately. The exception requires entities to apply the criteria in Ind AS 37 or Appendix C, Levies, of Ind AS 37, respectively, instead of the Conceptual Framework, to determine whether a present obligation exists at the acquisition date.

The amendments also add a new paragraph to IFRS 3 to clarify that contingent assets do not qualify for recognition at the acquisition date.

In accordance with the transitional provisions, the Group applies the amendments prospectively, i.e., to business combinations occurring after the beginning of the annual reporting period in which it first applies the amendments (the date of initial application).

These amendments had no impact on the consolidated financial statements of the Group as there were no contingent assets, liabilities or contingent liabilities within the scope of these amendments that arose during the period.

### (c) Amendments to Ind AS 16: Property, Plant and Equipment: Proceeds before Intended Use

The amendments modified paragraph 17(e) of Ind AS 16 to clarify that excess of net sale proceeds of items produced over the cost of testing, if any, shall not be recognised in the profit or loss but deducted from the directly attributable costs considered as part of cost of an item of property, plant, and equipment.

The amendments are effective for annual reporting periods beginning on or after 1 April 2022. These amendments had no impact on the consolidated financial statements of the Group as there were no sales of such items produced by property, plant and equipment made available for use on or after the beginning of the earliest period presented.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2023

### (d) Ind AS 109 Financial Instruments – Fees in the '10 per cent' test for derecognition of financial liabilities

The amendment clarifies the fees that an entity includes when assessing whether the terms of a new or modified financial liability are substantially different from the terms of the original financial liability. These fees include only those paid or received between the borrower and the lender, including fees paid or received by either the borrower or lender on the other's behalf.

These amendments had no material impact on the Consolidated Financial Statements of the Group..

### 3.27. Standards notified but not yet effective

The Ministry of Corporate Affairs has notified Companies (Indian Accounting Standards) Amendment Rules, 2023 dated 31 March, 2023 to amend the following Ind AS which are effective from 01 April, 2023.

#### (i) Definition of Accounting Estimates - Amendments to Ind AS 8

The amendments clarify the distinction between changes in accounting estimates and changes in accounting policies and the correction of errors. It has also been clarified how entities use measurement techniques and inputs to develop accounting estimates.

The amendments are effective for annual reporting periods beginning on or after 1 April 2023 and apply to changes in accounting policies and changes in accounting estimates that occur on or after the start of that period.

The amendments are not expected to have a material impact on the Consolidated Financial Statements.

#### (ii) Disclosure of Accounting Policies - Amendments to Ind AS

The amendments aim to help entities provide accounting policy disclosures that are more useful by replacing the requirement for entities to disclose their 'significant' accounting policies with a requirement to disclose their 'material' accounting policies and adding guidance on how entities apply the concept of materiality in making decisions about accounting policy disclosures.

The amendments to Ind AS 1 are applicable for annual periods beginning on or after 1 April 2023. Consequential amendments have been made in Ind AS 107.

The Group is currently revisiting their accounting policy information disclosures to ensure consistency with the amended requirements.

#### (iii) Deferred Tax related to Assets and Liabilities arising from a Single Transaction - Amendments to Ind AS 12

The amendments narrow the scope of the initial recognition exception under Ind AS 12, so that it no longer applies to transactions that give rise to equal taxable and deductible temporary differences.

The amendments should be applied to transactions that occur on or after the beginning of the earliest comparative period presented. In addition, at the beginning of the earliest comparative period presented, a deferred tax asset (provided that sufficient taxable profit is available) and a deferred tax liability should also be recognised for all deductible and taxable temporary differences associated with leases and decommissioning obligations. Consequential amendments have been made in Ind AS 101. The amendments to Ind AS 12 are applicable for annual periods beginning on or after 1 April 2023.

The Group is currently assessing the impact of the amendments.





**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023**

**Note 4. Property, plant and equipment**

₹ in Crores

Particulars	Freehold Land	Building #	Plant and Equipment ##	Furniture and Fixtures	Computer ##	Office Equipment	Vehicles	Total
<b>Gross Carrying Amount</b>								
<b>As at April 1, 2021</b>	95.42	625.65	1,199.56	47.34	58.24	23.25	22.93	2,072.39
Additions	0.10	48.88	169.77	4.22	3.33	4.59	5.04	235.93
Disposals	-	(2.82)	(63.73)	(1.35)	(7.49)	(0.40)	(6.77)	(82.56)
Other Adjustment @	(0.70)	-	-	-	-	-	-	(0.70)
Translation Difference	(0.23)	(2.08)	(4.33)	(0.92)	-	-	(0.73)	(8.29)
<b>As at March 31, 2022</b>	94.59	669.63	1,301.27	49.29	54.08	27.44	20.47	2,216.77
Additions	1.56	480.41	733.67	7.71	8.68	10.26	4.66	1,246.95
Disposals	-	(3.91)	(21.29)	(2.42)	(1.59)	(0.29)	(5.37)	(34.87)
Translation Difference	0.09	2.04	3.62	0.41	-	-	0.29	6.45
<b>As at March 31, 2023</b>	96.24	1,148.17	2,017.27	54.99	61.17	37.41	20.05	3,435.30
<b>Accumulated Depreciation</b>								
As at April 1, 2021	-	107.08	469.78	25.78	42.80	12.33	10.81	668.58
Charge for the year	-	24.68	113.92	5.56	7.34	3.71	3.52	158.73
Disposals	-	(0.81)	(62.77)	(1.11)	(7.46)	(0.23)	(5.29)	(77.67)
Translation Difference	-	(3.68)	(1.65)	(0.21)	-	-	(0.72)	(6.26)
<b>As at March 31, 2022</b>	-	127.27	519.28	30.02	42.68	15.81	8.32	743.38
Charge for the year	-	28.48	129.57	5.45	7.85	4.13	3.40	178.88
Disposals	-	(0.44)	(18.92)	(2.31)	(1.51)	(0.08)	(3.78)	(27.04)
Translation Difference	-	1.16	2.10	0.42	-	-	0.26	3.94
<b>As at March 31, 2023</b>	-	156.47	632.03	33.58	49.02	19.86	8.20	899.16
<b>Net Carrying Amount</b>								
<b>As at March 31, 2023</b>	96.24	991.70	1,385.24	21.41	12.15	17.55	11.85	2,536.14
<b>As at March 31, 2022</b>	94.59	542.36	781.99	19.27	11.40	11.63	12.15	1,473.39

Refer Note 49(b)(iii) for details of mortgage on certain immovable properties.

# Includes building constructed on leasehold land.

@ Represents capital subsidy recognised under Industrial Investment Promotion Policy (IIPP) 2010-15 from Government of Andhra Pradesh by the Holding Company.

## (i) Includes following assets (together constituting color bank machine) given under operating lease arrangements to the dealers:

₹ in Crores

Particulars	Plant and Equipment	Computer	Total
<b>Gross Carrying Amount</b>			
<b>As at April 1, 2021</b>	305.31	24.18	329.49
Additions	54.37	0.95	55.32
Disposals	(59.38)	(7.28)	(66.66)
<b>As at March 31, 2022</b>	300.30	17.85	318.15
Additions	71.10	1.60	72.70

**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023**

**Note 4. Property, plant and equipment (contd.)**

₹ in Crores

Particulars	Plant and Equipment	Computer	Total
Disposals*	(17.12)	0.00	(17.12)
<b>As at March 31, 2023</b>	354.28	19.45	373.73
<b>Accumulated Depreciation</b>			
<b>As at April 1, 2021</b>	191.77	18.89	210.66
Charge for the year	43.32	2.17	45.49
Disposals	(59.36)	(7.28)	(66.64)
<b>As at March 31, 2022</b>	175.73	13.78	189.51
Charge for the year	52.51	3.99	56.50
Disposals*	(15.43)	(0.00)	(15.43)
<b>As at March 31, 2023</b>	212.81	17.77	230.58
<b>Net Carrying Amount</b>			
<b>As at March 31, 2023</b>	141.47	1.68	143.15
<b>As at March 31, 2022</b>	124.57	4.07	128.64

\* Refer Note 60

(ii) Title deeds of immovable properties set out in Note 4 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 Schemes of Amalgamation in earlier years.

₹ in Crores

Assets	Number of title deeds	Description of item of property	Gross Carrying Amount		Net Carrying Amount		Title Deeds Held in the name of	Whether title deed holder is a promoter, director or relative of promoter/director or employee of promoter/director	Property held since which date	Reason for not being held in the name of the company
			As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022				
Property, plant and equipment	1	Freehold land at Rishra, West Bengal	1.36	1.36	1.36	1.36	Berger Auto & Industrial Coatings Limited	No	March 03, 2005	Refer Note below

Note: In terms of the order dated March 03, 2005 by the Hon'ble High Court at Calcutta approving Scheme of Amalgamation of Berger Auto and Industrial Coatings Limited with the Holding Company, the particular freehold land was transferred to the Holding Company.

**Note 5. Capital work in Progress**

₹ in Crores

Particulars	Building	Plant and Equipment	Other Assets	Total
<b>As at April 1, 2021</b>	40.08	62.60	4.07	106.75
Addition	321.46	394.09	19.33	734.88
Transferred to property, plant and equipment	(48.88)	(169.77)	(17.28)	(235.93)
Other Adjustment/Deductions	-	-	-	-
Translation Difference	(0.19)	-	-	(0.19)
<b>As at March 31, 2022</b>	312.47	286.92	6.12	605.51
Addition	215.19	508.98	26.89	751.06
Transferred to property, plant and equipment	(480.41)	(733.67)	(32.87)	(1,246.95)
Other Adjustment/Deductions	(0.05)	-	-	(0.05)
Translation Difference	0.62	-	-	0.62
<b>As at March 31, 2023</b>	47.82	62.23	0.14	110.19



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 5. Capital work in Progress (contd.)

#### a) Capital work in progress (CWIP) Ageing Schedule

₹ in Crores

Particulars	As at 31 March 2023				Total
	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	91.26	14.95	1.77	2.21	110.19

Particulars	As at 31 March 2022				Total
	Amount in CWIP for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	584.48	6.69	7.82	6.52	605.51

b) There are no projects as on each reporting period where activity has been suspended. Also there are no projects as on the reporting period which has exceeded cost as compared to its original plan or where completion is overdue.

### Note 6. Goodwill

₹ in Crores

Particulars	Goodwill on Consolidation	Goodwill acquired separately	Total
<b>Gross Carrying Amount</b>			
As at April 01, 2021	74.30	213.33	287.63
Additions	-	-	-
Disposals	-	-	-
Translation Difference	-	(12.07)	(12.07)
<b>As at March 31, 2022</b>	<b>74.30</b>	<b>201.26</b>	<b>275.56</b>
Additions	-	-	-
Disposals	-	-	-
Translation Difference	-	6.13	6.13
<b>As at March 31, 2023</b>	<b>74.30</b>	<b>207.39</b>	<b>281.69</b>
Net Carrying Amount			
<b>As at March 31, 2023</b>	<b>74.30</b>	<b>207.39</b>	<b>281.69</b>
<b>As at March 31, 2022</b>	<b>74.30</b>	<b>201.26</b>	<b>275.56</b>

Goodwill acquired in business combination is allocated, at acquisition, to the cash generating units (CGUs) that are expected to benefit from that business combination. Refer Note 44(vii).

The carrying amount of goodwill has been allocated as follows:

₹ in Crores

Particulars	As at March 31, 2023	As at March 31, 2022
<b>Goodwill on Consolidation</b>		
SBL Specialty Coatings Private Limited	64.51	64.51
Berger Hesse Wood Coatings Private Limited	1.56	1.56
STP Limited	7.16	7.16
Berger Jenson & Nicholson (Nepal) Private Limited	0.99	0.99
Lusako Trading Limited	0.05	0.05
Berger Paints (Cyprus) Limited	0.03	0.03
<b>Goodwill acquired separately</b>		
Bolix S.A.	207.39	201.26
<b>Total</b>	<b>281.69</b>	<b>275.56</b>

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 7 (a). Other Intangible Assets

₹ in Crores

Particulars	Computer Software	Trademark	Total
<b>Gross Carrying Amount</b>			
As at April 1, 2021	29.61	0.15	29.76
Additions	11.22	-	11.22
Disposals	(0.05)	-	(0.05)
Translation Difference	(1.30)	-	(1.30)
<b>As at March 31, 2022</b>	<b>39.48</b>	<b>0.15</b>	<b>39.63</b>
Additions	6.14	-	6.14
Disposals/ Adjustments	(17.47)	-	(17.47)
Translation Difference	0.62	-	0.62
<b>As at March 31, 2023</b>	<b>28.77</b>	<b>0.15</b>	<b>28.92</b>
<b>Accumulated Amortisation</b>			
As at April 1, 2021	21.30	0.01	21.31
Charge for the year	4.61	0.02	4.63
Disposals	(0.05)	-	(0.05)
Translation Difference	(1.32)	-	(1.32)
<b>As at March 31, 2022</b>	<b>24.54</b>	<b>0.03</b>	<b>24.57</b>
Charge for the year	5.47	0.02	5.49
Disposals	(17.46)	-	(17.46)
Translation Difference	0.60	-	0.60
<b>As at March 31, 2023</b>	<b>13.15</b>	<b>0.05</b>	<b>13.20</b>
<b>Net Carrying Amount</b>			
<b>As at March 31, 2023</b>	<b>15.62</b>	<b>0.10</b>	<b>15.72</b>
<b>As at March 31, 2022</b>	<b>14.94</b>	<b>0.12</b>	<b>15.06</b>

### Note 7 (b). Intangible assets under development

₹ in Crores

Particulars	Computer Software
<b>As at April 1, 2021</b>	-
Addition	-
Transferred to Intangible Assets	-
<b>As at March 31, 2022</b>	-
Addition	0.35
Transferred to Intangible Assets	-
<b>As at March 31, 2023</b>	<b>0.35</b>



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 7 (b). Intangible assets under development (contd.)

#### Intangible asset under development ageing schedule:

Particulars	As at 31 March 2023				Total
	Amount in intangible assets under development for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	0.35	-	-	-	0.35

Particulars	As at 31 March 2022				Total
	Amount in intangible assets under development for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in progress	-	-	-	-	-

There are no projects as on current reporting period where activity has been suspended. Also there are no projects as on the reporting period which has exceeded cost as compared to its original plan or where completion is overdue.

### Note 8a. Investments in Joint Ventures

The Group has 48.98% and 49% interest in Berger Becker Coatings Private Limited (joint venture with Becker Industrial Coatings Holding AB - Sweden) and Berger Nippon Paint Automotive Coatings Private Limited (Company's Joint Venture with Issac Newton Corporation). The Group also has a step down joint venture namely Surefire Management Services Limited with Green Dynamo Limited. These joint ventures are private limited companies that are not listed on any public stock exchange. The Group's interest in joint ventures are accounted for using the equity method in its consolidated financial statements. Carrying amounts of interest in joint ventures as on March 31, 2023 and March 31, 2022 are ₹130.15 Crores and ₹147.06 Crores respectively.

Summarised financial information in respect of aforesaid joint ventures of the Group, based on their financial statements are set out below:

#### Summarised balance sheet:

Particulars	₹ in Crores	
	As at March 31, 2023	As at March 31, 2022
Non-current assets	201.78	214.08
Current Assets	316.72	313.75
Non-Current Liabilities	(5.77)	(11.26)
Current Liabilities	(163.77)	(130.72)
Equity	348.96	385.85

#### Summarised statement of profit and loss:

Particulars	₹ in Crores	
	Year ended March 31, 2023	Year ended March 31, 2022
Total income	573.82	484.17
Total expenses	596.19	476.66
Profit/(loss) before tax	(22.37)	12.55
Tax expenses	(6.88)	(5.04)
Profit/(loss) after tax	(29.25)	7.51
Other Comprehensive Income/(loss)	0.05	0.08
Total Comprehensive Income/(loss)	(29.20)	7.59
Group's Share of Profit/(Loss) from joint ventures	(13.17)	3.86
Group's share of Other Comprehensive Income for the year from joint ventures	0.02	0.04
Group's share of Total Comprehensive Income/(loss) for the year from joint ventures	(13.15)	3.90

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 8a. Investments in Joint Ventures (contd.)

#### The Joint Ventures have the following commitments:

Particulars	₹ in Crores	
	As at March 31, 2023	As at March 31, 2022
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	1.72	1.89

#### The Joint Ventures have the following contingent liability:

Particulars	₹ in Crores	
	As at March 31, 2023	As at March 31, 2022
Income tax	2.04	2.04
Others	3.59	-

### Note 8b. Non-current financial assets - Investments

Particulars	Nominal Value per unit	Currency	Number of shares		Amount (₹ in Crores)	
			As at March 31, 2023	As at March 31, 2022	As at March 31, 2023	As at March 31, 2022
<b>At Fair value through profit or loss (FVTPL):</b>						
<b>Investment in equity other than joint ventures</b>						
Equity Shares - Unquoted (Fully Paid)						
Shaktikunj Apartments Limited *	1	INR	-	1,498	-	0.00
Charotar Gas Company *	10	INR	10	10	-	0.00
<b>Total *</b>					-	<b>0.00</b>
<b>Aggregate book value of Unquoted Investments*</b>					-	<b>0.00</b>

Refer note 54 for information about fair value determination.

\* Refer Note 60.

### Note 9. Non-current financial assets - Other financial assets (Unsecured, considered good unless otherwise stated)

Particulars	₹ in Crores	
	As at March 31, 2023	As at March 31, 2022
<b>At amortised cost</b>		
Security deposits* @	20.17	20.27
Bank Deposits with original maturity of more than twelve months **	25.94	39.12
Subsidy receivable @ @	81.65	30.10
<b>Total</b>	<b>127.76</b>	<b>89.49</b>

\* Refer Note 50b for security deposits given to related parties.

\*\* Includes deposits pledged against bank guarantees.

@ Security Deposits include deposits on account of rent and electricity.

@ @ The Holding Company has subsidy receivable under "Scheme of Budgetary Support under GST Regime to the eligible units" located in specified State.



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 10. Income Tax Assets (net)

₹ in Crores

Particulars	As at March 31, 2023	As at March 31, 2022
Advance payment of income tax [Net of provision for tax of ₹1,608.67 Crores (March 31, 2022: ₹1,540.40 Crores)]	68.18	58.34
<b>Total</b>	<b>68.18</b>	<b>58.34</b>

### Note 11. Other non-current assets

(Unsecured considered good unless otherwise stated)

₹ in Crores

Particulars	As at March 31, 2023	As at March 31, 2022
<b>At Amortised Cost</b>		
Capital advances	20.70	52.92
Prepayments	0.17	0.39
Balances with statutory/government authorities #	12.89	13.55
<b>Total</b>	<b>33.76</b>	<b>66.86</b>

# Represents payments made to various Government authorities under protest relating to certain indirect tax matters.

### Note 12. Inventories

(at lower of cost and net realisable value)

₹ in Crores

Particulars	As at March 31, 2023	As at March 31, 2022
Raw materials [Including in-transit ₹102.60 Crores (March 31, 2022: ₹142.06 Crores)]	713.77	805.73
Packing materials [Including in-transit ₹Nil (March 31, 2022: ₹0.06 Crores)]	47.79	49.48
Work in progress	140.92	144.99
Finished goods	1,223.95	1,151.30
Traded goods [Including in-transit ₹Nil (March 31, 2022: ₹0.02 Crores)]	170.39	145.73
Stores and Spares	22.30	18.60
<b>Total</b>	<b>2,319.12</b>	<b>2,315.83</b>

The Group has recognised income/(expenses) of ₹3.52 Crores [March 31, 2022 ₹(7.78 Crores)] (net of reversal) in respect of write down of inventory to net realisable value, slow moving, damaged and obsolete items.

### Note 13. Current financial assets-Investments

₹ in Crores

Particulars	As at March 31, 2023	As at March 31, 2022
<b>At fair value through profit and loss (FVTPL):</b>		
Investments in Mutual Funds - Unquoted	52.96	87.27
<b>Aggregate amount of Unquoted Investments</b>	<b>52.96</b>	<b>87.27</b>

Refer Note 54 for determination of fair value.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 14. Current financial assets-Trade receivables

₹ in Crores

Particulars	As at March 31, 2023	As at March 31, 2022
<b>At amortised cost</b>		
<b>Unsecured</b>		
Considered good #	1,243.12	1,053.68
Credit impaired	44.58	30.17
Less : Allowance for credit impaired trade receivable	(44.58)	(30.17)
<b>Total</b>	<b>1,243.12</b>	<b>1,053.68</b>
<b># Includes debts due from related parties</b>		
Berger Becker Coatings Private Limited	3.14	10.85
Berger Nippon Paint Automotive Coatings Private Ltd.	24.17	12.94
Berger Paints (Bangladesh) Limited	0.02	0.40
Kanwar Properties Private Limited*	-	0.00
Shalimar Tar Products Limited*	0.01	0.00
Mrs Sunaina Kohli*	0.00	0.00

(i) Trade receivables are non-interest bearing and generally have credit period from 30 to 90 days.

(ii) For terms and conditions relating to related party receivables, refer Note 50b.

(iii) Refer Note 55 for Movement in expected credit loss allowance on trade receivable.

\* Refer Note 60.

### Note 14a. Trade Receivables Ageing Schedule

₹ in Crores

Particulars	Current but not due	Outstanding as on March 31, 2023 from due date of payment					Total
		Less than 6 Months	6 months – 1 year	1-2 years	2-3 years	More than 3 years	
<b>Undisputed Trade Receivables</b>							
Considered good	933.97	224.83	34.17	34.86	10.29	5.00	1,243.12
Credit impaired	5.84	2.73	4.28	7.74	7.90	3.16	31.65
<b>Disputed Trade Receivables</b>							
Credit impaired	0.41	0.60	0.62	4.04	3.74	3.52	12.93

₹ in Crores

Particulars	Current but not due	Outstanding as on March 31, 2022 from due date of payment					Total
		Less than 6 Months	6 months – 1 year	1-2 years	2-3 years	More than 3 years	
<b>Undisputed Trade Receivables</b>							
Considered good	851.41	141.73	25.17	28.51	4.68	2.18	1,053.68
Credit impaired	0.29	1.42	1.93	2.97	3.78	10.58	20.97
<b>Disputed Trade Receivables</b>							
Credit impaired	0.14	0.02	0.20	1.63	3.49	3.72	9.20

Note- There are no unbilled dues as on each reporting date.



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 15. Current Financial assets-Cash and Cash Equivalents

₹ in Crores

Particulars	As at March 31, 2023	As at March 31, 2022
<b>At amortised cost</b>		
Balances with banks:		
– On current accounts	84.63	86.91
– Deposits with original maturity of three months or less than three months #	30.37	11.74
Cheques/drafts on hand	0.42	3.96
Cash on hand	0.75	0.69
<b>Total</b>	<b>116.17</b>	<b>103.30</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 1.75% - 9.05% p.a. (March 31, 2022- 2.50% to 3.50% p.a).

### Note 16. Current Financial Assets-Other bank balances

₹ in Crores

Particulars	As at March 31, 2023	As at March 31, 2022
<b>At Amortised Cost</b>		
Other bank balances:		
– Unpaid Dividend Account *	4.71	5.07
– Deposits with maturity of not less than three months but not more than twelve months #	123.78	204.55
Earmarked balances	0.03	0.03
<b>Total</b>	<b>128.52</b>	<b>209.65</b>

\* Earmarked for payment of Unclaimed Dividend.

# Deposits with Banks earn interest between 5.30% to 10.13% p.a (March 31, 2022- 4.00% to 5.40% p.a) and are made for periods between 91 to 365 days (March 31, 2022 - periods between 91 to 365 days).

### Note 17. Loans

(Unsecured, considered good unless otherwise stated)

₹ in Crores

Particulars	As at March 31, 2023	As at March 31, 2022
<b>At amortised cost</b>		
Loan to Joint Venture (Refer Note 50b) *	4.09	-
<b>Total</b>	<b>4.09</b>	<b>-</b>

\* The above loan has been given by Bolix S.A. to its joint venture Surefire Management Services Limited and will be repaid by December 31, 2023. Further, the interest rate is determined based on the 'safe harbour' mechanism, i.e., the base interest rate plus 2% margin. The said loan is unsecured and utilised by the Joint Venture for its business activities.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 18. Current Financial Assets - Other financial assets

(Unsecured, considered good unless otherwise stated)

₹ in Crores

Particulars	As at March 31, 2023	As at March 31, 2022
<b>At amortised cost</b>		
Security deposits* @	7.93	6.64
Interest accrued on deposits	3.99	3.28
Subsidy receivable #	34.30	48.32
Other receivables**	6.24	8.41
<b>Total</b>	<b>52.46</b>	<b>66.65</b>

\* Refer Note 50b for security deposit given to related parties.

@ Security deposits include deposits on account of rent, tender and supply-apply contracts.

# The Holding Company has subsidy receivable under various Incentive Schemes/Packages of State Government and Government of India applicable to eligible units.

\*\* Includes receivable from the following related party (Refer Note 50b):

₹ in Crores

Particulars	As at March 31, 2023	As at March 31, 2022
Berger Paints (Bangladesh) Limited [Fellow Subsidiary]	0.25	0.13
<b>Total</b>	<b>0.25</b>	<b>0.13</b>

### Note 19. Other Current Assets

(Unsecured, considered good unless otherwise stated)

₹ in Crores

Particulars	As at March 31, 2023	As at March 31, 2022
Advances other than capital advances	32.51	23.34
Prepayments	25.75	12.46
Balances with statutory/government authorities *	189.75	185.24
<b>Total</b>	<b>248.01</b>	<b>221.04</b>

\* Includes balance of goods and service tax.

### Note 20. Equity Share Capital

₹ in Crores

Particulars	As at March 31, 2023	As at March 31, 2022
<b>Authorised Share Capital</b>		
1,20,00,00,000 Equity Shares of ₹1 each (March 31, 2022: 1,20,00,00,000 Equity Shares of ₹1 each)	120.00	120.00
<b>Issued Share Capital</b>		
97,15,13,965 Equity Shares of ₹1 each fully paid up (March 31, 2022: 97,14,14,969 Equity Shares of ₹1 each fully paid up)	97.15	97.14
<b>Subscribed and Paid-up Share Capital</b>		
97,14,22,485 Equity Shares of ₹1 each fully paid up (March 31, 2022: 97,13,23,489 Equity Shares of ₹1 each fully paid up)	97.14	97.13



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 20. Equity Share Capital (contd.)

#### a) The reconciliation of share capital is given below:

Particulars	As at March 31, 2023		As at March 31, 2022	
	No. of Shares	₹ in Crores	No. of Shares	₹ in Crores
At the beginning of the year	97,13,23,489	97.13	97,12,95,037	97.13
Add: Shares issued on exercise of Employee Stock Options * (Refer Note 47)	98,996	0.01	28,452	0.00
<b>At the end of the year</b>	<b>97,14,22,485</b>	<b>97.14</b>	<b>97,13,23,489</b>	<b>97.13</b>

\* Refer Note 60

#### 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, 2023	As at March 31, 2022
U K Paints (India) Private Limited [Ultimate Holding Company]	48,66,65,399	48,65,45,399
Jenson & Nicholson (Asia) Limited [Fellow Subsidiary]	14,06,56,782	14,06,56,782
Citland Commercial Credits Limited (Fellow Subsidiary)	3,09,15,659	3,09,15,659
Wang Investment & Finance Private Limited (Fellow Subsidiary)	2,99,85,580	2,99,85,580
Bigg Investments & Finance Private Limited (Fellow Subsidiary)	79,52,420	79,52,420

#### d) Details of shareholders holding more than 5 percent of equity shares in the Holding Company

Particulars	As at March 31, 2023		As at March 31, 2022	
	No. of Shares	% holding	No. of Shares	% holding
U K Paints (India) Private Limited [Ultimate Holding Company]	48,66,65,399	50.10%	48,65,45,399	50.09%
Jenson & Nicholson (Asia) Limited [Fellow Subsidiary]	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 47.

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.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 20. Equity Share Capital (contd.)

#### g) Details of shares held by promoters of the Holding Company

##### Equity shares of ₹1 each fully paid up

Promoter Name	As at March 31, 2023				
	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of Total Shares	% change during the year
Anshana Sawhney	6,00,000	-	6,00,000	0.06	-
Bigg Investments & Finance Private Limited	79,52,420	-	79,52,420	0.82	-
Citland Commercial Credits Limited	3,09,15,659	-	3,09,15,659	3.18	-
Dipti Dhingra	1,31,712	-	1,31,712	0.01	-
Gurbachan Singh Dhingra	44,48,888	-	44,48,888	0.46	-
GBS Dhingra Family Trust	59,11,683	-	59,11,683	0.61	-
Jenson & Nicholson (Asia) Limited	14,06,56,782	-	14,06,56,782	14.48	-
Jessima Kumar	6,00,000	-	6,00,000	0.06	-
Kanwardip Singh Dhingra	7,00,000	-	7,00,000	0.07	-
Kuldip Singh Dhingra	55,15,071	-	55,15,071	0.57	-
KSD Family Trust	83,12,140	-	83,12,140	0.86	-
Meeta Dhingra	9,99,999	-	9,99,999	0.10	-
Rishma Kaur	6,00,000	-	6,00,000	0.06	-
Sunaina Kohli	6,00,000	-	6,00,000	0.06	-
U K Paints (India) Private Limited	48,65,45,399	1,20,000	48,66,65,399	50.10	0.02
Vinu Dhingra	38,98,368	-	38,98,368	0.40	-
Wang Investment & Finance Private Limited	2,99,85,580	-	2,99,85,580	3.09	-
<b>Total</b>	<b>72,83,73,701</b>	<b>1,20,000</b>	<b>72,84,93,701</b>	<b>74.99</b>	<b>-</b>

##### Equity shares of ₹1 each fully paid up

Promoter Name	As at March 31, 2022				
	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of Total Shares	% change during the year
Anshana Sawhney	6,00,000	-	6,00,000	0.06	-
Bigg Investments & Finance Private Limited	79,52,420	-	79,52,420	0.82	-
Citland Commercial Credits Limited	3,09,15,659	-	3,09,15,659	3.18	-
Dipti Dhingra	1,31,712	-	1,31,712	0.01	-
Gurbachan Singh Dhingra	44,21,888	27,000	44,48,888	0.46	0.61
GBS Dhingra Family Trust	59,11,683	-	59,11,683	0.61	-
Jenson & Nicholson (Asia) Limited	14,06,56,782	-	14,06,56,782	14.48	-
Jessima Kumar	6,00,000	-	6,00,000	0.06	-
Kanwardip Singh Dhingra	7,00,000	-	7,00,000	0.07	-
Kuldip Singh Dhingra	54,88,071	27,000	55,15,071	0.57	0.49
KSD Family Trust	83,12,140	-	83,12,140	0.86	-
Meeta Dhingra	9,99,999	-	9,99,999	0.10	-



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 20. Equity Share Capital (contd.)

Promoter Name	As at March 31, 2022				
	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of Total Shares	% change during the year
Rishma Kaur	6,00,000	-	6,00,000	0.06	-
Sunaina Kohli	6,00,000	-	6,00,000	0.06	-
U K Paints (India) Private Limited	48,65,45,399	-	48,65,45,399	50.09	-
Vinu Dhingra	38,98,368	-	38,98,368	0.40	-
Wang Investment & Finance Private Limited	2,99,85,580	-	2,99,85,580	3.09	-
<b>Total</b>	<b>72,83,19,701</b>	<b>54,000</b>	<b>72,83,73,701</b>	<b>74.98</b>	<b>-</b>

### Note 21. Other equity

#### For the year ended March 31, 2023

₹ in Crores

Particulars	Reserves & Surplus						Foreign Currency Translation Reserve	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, 2022</b>	<b>120.72</b>	<b>6.77</b>	<b>3,420.37</b>	<b>0.19</b>	<b>302.87</b>	<b>0.04</b>	<b>(21.10)</b>	<b>3,829.86</b>	<b>7.17</b>	<b>3,837.03</b>
Profit for the year	-	-	859.42	-	-	-	-	859.42	0.98	860.40
Other comprehensive income for the year (net of tax)	-	-	(0.60)	-	-	-	4.97	4.37	(0.01)	4.36
<b>Total Comprehensive Income for the year</b>	<b>-</b>	<b>-</b>	<b>858.82</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>4.97</b>	<b>863.79</b>	<b>0.97</b>	<b>864.76</b>
Share based payments (Note 47)	-	5.93	-	-	-	-	-	5.93	-	5.93
Exercise of share options (Note 47)	6.75	(6.75)	-	-	-	-	-	-	-	-
Cost of Share based payments (Note 47)	-	(1.37)	-	-	-	-	-	(1.37)	-	(1.37)
Transfer to housing reserves (Note 31)	-	-	(0.12)	-	-	-	-	(0.12)	-	(0.12)
Dividends (Note 33)	-	-	(301.11)	-	-	-	-	(301.11)	-	(301.11)
<b>As at March 31, 2023</b>	<b>127.47</b>	<b>4.58</b>	<b>3,977.96</b>	<b>0.19</b>	<b>302.87</b>	<b>0.04</b>	<b>(16.13)</b>	<b>4,396.98</b>	<b>8.14</b>	<b>4,405.12</b>

#### For the year ended March 31, 2022

₹ in Crores

Particulars	Reserves & Surplus						Foreign Currency Translation Reserve	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, 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>
Profit for the year	-	-	832.82	-	-	-	-	832.82	0.13	832.95
Other comprehensive income for the year (net of tax)	-	-	0.60	-	-	-	(16.10)	(15.50)	(0.02)	(15.52)
<b>Total Comprehensive Income for the year</b>	<b>-</b>	<b>-</b>	<b>833.42</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(16.10)</b>	<b>817.32</b>	<b>0.11</b>	<b>817.43</b>
Share based payments (Note 47)	-	5.62	-	-	-	-	-	5.62	-	5.62
Exercise of share options (Note 47)	1.39	(1.39)	-	-	-	-	-	-	-	-

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 21. Other equity (contd.)

₹ in Crores

Particulars	Reserves & Surplus						Foreign Currency Translation Reserve	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				
Cost of Share based payments (Note 47)	-	(0.06)	-	-	-	-	-	(0.06)	-	(0.06)
Transfer to housing reserves (Note 31)	-	-	(0.80)	-	-	-	-	(0.80)	-	(0.80)
Dividends (Note 33)	-	-	(271.96)	-	-	-	-	(271.96)	-	(271.96)
<b>As at March 31, 2022</b>	<b>120.72</b>	<b>6.77</b>	<b>3,420.37</b>	<b>0.19</b>	<b>302.87</b>	<b>0.04</b>	<b>(21.10)</b>	<b>3,829.86</b>	<b>7.17</b>	<b>3,837.03</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. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

**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 less any transfer to general reserve, dividends or other distributions paid to shareholders.

**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. However, the amount previously transferred to the general reserve can be utilised only in accordance with the specific requirements of Companies Act, 2013.

**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 47 for further details of these plans.

**Foreign Currency Translation Reserve** - Represents exchange difference on translation of financial statements of foreign subsidiaries. During the year ended March 31, 2023, Berger Paints (Cyprus) Limited (BPCL) (overseas subsidiary of the Holding Company) had revised the repayment timelines for the loan extended by BPCL to Berger Paints Overseas Limited (Step down overseas subsidiary of BPCL) in earlier years, which was originally repayable on its maturity. As per the revised terms, the loan will be renewed upon its maturity and the Holding Company/BPCL does not intend to demand its repayment in a foreseeable future. Accordingly, as per Ind AS 21 'The Effects of Changes in Foreign Exchange Rates', the Group has designated the said loan as net investment in the foreign operations and the resulting gain on exchange differences arising on the retranslation of the said loan amounting to ₹0.64 Crore for the year ended March 31, 2023 has been included in foreign currency translation reserve.

**Capital Redemption Reserve** - Represents amount equal to the face value of equity shares transferred at the time of buy-back of shares in earlier years.

**Capital Reserve** - Includes profit on re-issue of forfeited shares.



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 22. Financial Liabilities- Borrowings

₹ in Crores

Particulars	As at March 31, 2023	As at March 31, 2022
<b>At Amortised Cost</b>		
<b>Secured</b>		
From Banks		
Term Loan (refer Note - 1 below)	7.77	9.83
<b>Total</b>	<b>7.77</b>	<b>9.83</b>

#### Note 1:

Comprises of:

- i. Term Loan of Polish Zloty (PLN) 4.11 million (March 31, 2022 - PLN 5.33 million) [equivalent ₹7.77 Crores ( March 31,2022 - equivalent ₹9.83 Crores) secured by way of hypothecation and/or mortgage over the property held at 12 Prosta Street, Zywiec in Poland and carries interest at WIBOR 3 Month + margin ( March 31, 2022 - WIBOR 3 Month + margin) and it is repayable by June 2026.

The current portion of above long term borrowings are reflected in Note 27.

### Note 23. Non Current Financial Liabilities- Other financial liabilities

₹ in Crores

Particulars	As at March 31, 2023	As at March 31, 2022
<b>At Amortised Cost</b>		
Deposits @	76.10	77.69
<b>Total</b>	<b>76.10</b>	<b>77.69</b>

@ Includes deposits from distributor, franchisee and on account of colour bank machines.

### Note 24. Non Current Provisions

₹ in Crores

Particulars	As at March 31, 2023	As at March 31, 2022
<b>Provision for employee benefits</b>		
- Provision for gratuity (Refer Note 46)	3.88	3.84
- Provision for leave encashment	3.75	3.69
<b>Others</b>		
Provision for decommissioning {Refer Note (a) below}	4.29	3.98
<b>Total</b>	<b>11.92</b>	<b>11.51</b>

#### (a) Provision for decommissioning #

₹ in Crores

Particulars	As at March 31, 2023	As at March 31, 2022
At the beginning of the year	3.98	3.68
Discount unwinding for the year (Refer Note 40)	0.31	0.30
<b>At the end of the year</b>	<b>4.29</b>	<b>3.98</b>

# Recognised towards provision for decommissioning /dismantling of Property, Plant and Equipment on leasehold lands.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 25. Deferred Tax Assets & Liabilities (net)

₹ in Crores

Particulars	Balance As at April 01, 2022	Recognised/ (reversed) in profit and loss during the year	Recognised/(reversed) in other comprehensive Income during the year	Exchange differences on consolidation during the year	Balance As at March 31, 2023
<b>Deferred tax liabilities</b>					
Arising out of temporary differences between tax and book written down value of depreciable assets	85.16	22.53	-	0.72	108.41
Financial Assets at fair value through profit and loss	0.42	(0.12)	-	-	0.30
Others	-	0.13	-	-	0.13
<b>Total (A)</b>	<b>85.58</b>	<b>22.54</b>	<b>-</b>	<b>0.72</b>	<b>108.84</b>
<b>Deferred tax assets</b>					
Expenses allowable on payment basis for tax purposes	14.20	20.90	-	-	35.10
Arising out of temporary differences between tax and book written down value of depreciable assets	-	0.08	-	-	0.08
Decommissioning liability	1.00	0.08	-	-	1.08
Others through other comprehensive income	4.00	-	0.22	-	4.22
Arising out of temporary differences on accounting of lease rentals under Ind AS 116	10.87	(1.24)	-	-	9.63
Others	3.83	(0.19)	-	-	3.64
<b>Total (B)</b>	<b>33.90</b>	<b>19.63</b>	<b>0.22</b>	<b>-</b>	<b>53.75</b>
Net deferred tax assets/(liabilities)	(51.68)	(2.91)	(0.22)	0.72	(55.09)
<b>Disclosed as</b>					
<b>Deferred tax assets (Net)</b>	<b>1.17</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>0.76</b>
<b>Deferred tax liabilities (Net)</b>	<b>(52.85)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(55.85)</b>
<b>Total</b>	<b>(51.68)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(55.09)</b>

₹ in Crores

Particulars	Balance As at April 01, 2021	Recognised/ (reversed) in profit and loss during the year	Recognised/(reversed) in other comprehensive Income during the year	Exchange differences on consolidation during the year	Balance As at March 31, 2022
<b>Deferred tax liabilities</b>					
Arising out of temporary differences between tax and book written down value of depreciable assets	79.75	7.12	-	(1.71)	85.16
Financial Assets at fair value through profit and loss	0.13	0.29	-	-	0.42
<b>Total (A)</b>	<b>79.88</b>	<b>7.41</b>	<b>-</b>	<b>(1.71)</b>	<b>85.58</b>
<b>Deferred tax assets</b>					
Expenses allowable on payment basis for tax purposes	13.17	1.03	-	-	14.20





## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 25. Deferred Tax Assets & Liabilities (net) (contd.)

₹ in Crores

Particulars	Balance As at April 01, 2021	Recognised/(reversed) in profit and loss during the year	Recognised/(reversed) in other comprehensive income during the year	Exchange differences on consolidation during the year	Balance As at March 31, 2022
Arising out of temporary differences between tax and book written down value of depreciable assets	-	-	-	-	-
Decommissioning liability	0.93	0.07	-	-	1.00
Others through other comprehensive income	4.17	-	(0.17)	-	4.00
Arising out of temporary differences on accounting of lease rentals under Ind AS 116	9.12	1.75	-	-	10.87
Others	2.55	1.28	-	-	3.83
<b>Total (B)</b>	<b>29.94</b>	<b>4.13</b>	<b>(0.17)</b>	<b>-</b>	<b>33.90</b>
Net deferred tax assets/(liabilities)	(49.94)	3.28	0.17	(1.71)	(51.68)
<b>Disclosed as</b>					
<b>Deferred tax assets (Net)</b>	<b>3.41</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>1.17</b>
<b>Deferred tax liabilities (Net)</b>	<b>(53.35)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(52.85)</b>
<b>Total</b>	<b>(49.94)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>(51.68)</b>

### Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate:

₹ in Crores

Particulars	Year Ended March 31, 2023	Year Ended March 31, 2022
<b>Accounting Profit before Income tax</b>	<b>1,175.51</b>	<b>1,118.43</b>
Profit before income tax multiplied by standard rate of corporate tax in India of 25.168% (March 31, 2022: 25.168%)	295.85	281.49
Effects of:		
Additional deduction allowed in respect of R&D Expenditure	(1.41)	(0.22)
Effect of different tax rates in the components	(1.80)	11.20
Other miscellaneous disallowances/(allowance)	9.30	(3.13)
<b>Net effective income tax</b>	<b>301.94</b>	<b>289.34</b>
Tax expense reported in the Statement of Profit and Loss		
Current tax	299.03	286.06
Deferred tax charge	2.91	3.28
<b>Total</b>	<b>301.94</b>	<b>289.34</b>

The tax rate used for reconciliation above is the corporate tax rate of 25.168% (Previous Year 25.168%) payable by the Holding Company on taxable profits under Indian tax law.

The Group has the following unused tax losses pertaining to its subsidiaries Berger Paints (Cyprus) Limited including its step-down subsidiary and Berger Rock Paints Private Limited which arose on incurrance 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, 2023 (₹ in Crores)	Expiry Date	March 31, 2022 (₹ in Crores)	Expiry Date
FY 2018-19	Business Loss	10.69	Dec 2023	10.69	Dec 2023
FY 2019-20	Business Loss	10.51	Dec 2024	10.51	Dec 2024

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 25. Deferred Tax Assets & Liabilities (net) (contd.)

Financial Year	Particulars	March 31, 2023 (₹ in Crores)	Expiry Date	March 31, 2022 (₹ in Crores)	Expiry Date
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	5.36	Dec 2025	5.36	Dec 2025
FY 2020-21	Business Loss	0.50	Mar 2029	0.50	Mar 2029
FY 2021-22	Depreciation	0.87	Dec 2026	N.A.	N.A.
FY 2021-22	Business Loss	1.92	Dec 2026	N.A.	N.A.
FY 2021-22	Depreciation	0.22	N.A.	0.22	N.A.
FY 2021-22	Business Loss	2.21	Dec 2026	2.21	Dec 2026
FY 2021-22	Business Loss	0.58	Mar 2030	0.58	Mar 2030
FY 2021-22	Depreciation	0.26	N.A.	0.26	N.A.
FY 2022-23	Depreciation	0.18	N.A.	N.A.	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 ₹447.14 Crores (2021-22: ₹392.14 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 26. Non-current Liabilities – Others

₹ in Crores

Particulars	As at March 31, 2023	As at March 31, 2022
Other liabilities	4.08	4.44
<b>Total</b>	<b>4.08</b>	<b>4.44</b>

### Note 27. Current Financial Liabilities – Borrowings

₹ in Crores

Particulars	As at March 31, 2023	As at March 31, 2022
<b>At Amortised Cost</b>		
<b>Secured</b>		
Cash credit (Refer Note 1 below)	2.11	18.16
Working capital demand loan (Refer Note 2 in the following page)	597.38	58.70
Current maturities of long term borrowings (Refer Note 3 in the following page)	2.39	66.24
<b>Unsecured</b>		
Working capital demand loan (Refer Note 2 in the following page)	158.00	-
Commercial paper (Refer Note 4 in the following page)	-	515.00
<b>Total</b>	<b>759.88</b>	<b>658.10</b>

Note - 1

Cash Credits from banks are secured by way of first charge on book debts, inventories and other current assets ranking pari passu between the lenders for the Holding Company and two subsidiaries (first pari passu charge over entire current assets of the Holding Company and two subsidiaries). Cash Credit is repayable on demand and carries interest of 6.85% to 12.75% per annum (March 31, 2022: 6.00%-9.70% per annum).



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 27. Current Financial Liabilities – Borrowings [Changes in liabilities arising from financing activities (contd.)]

Note - 2

- Working Capital Demand Loan amounting to ₹674.27 Crores of the Holding company carried an interest at 6.73%- 8.70% per annum as at March 31, 2023 (March 31, 2022: Nil) and are repaid within the maturity period of 12-69 days. Out of the aforesaid loan of Holding Company, ₹516.27 Crores is secured by hypothecation of stock and book debts and ₹158.00 Crores is unsecured.
- Working capital demand loan of one of the subsidiary of ₹44.27 Crores (March 31, 2022 - ₹34.00 Crores) is secured by corporate guarantee of the Holding Company. Loans are subsequently repaid on April 01, 2023 and carries interest at 7.75% per annum (March 31, 2022 - 6.30% to 6.50% per annum).
- Working Capital Demand Loan of PLN 14.20 million [equivalent ₹26.86 Crores] (March 31, 2022 - PLN 13.39 million [equivalent ₹24.69 Crores]) and carries interest at WIBOR 1 Month + margin. The facility is secured by a blank promissory note, a mortgage established on the ownership right on a real property located in Zywiec, as assignment of claims under a property insurance policy, an 'undisclosed' general assignment of claims and an assignment of claims under receivable insurance contract.
- Working Capital Demand Loan of PLN 5.26 million [equivalent ₹9.98 Crores] (March 31, 2022 - PLN Nil [equivalent ₹ Nil]) and carries interest at SONIA + margin. The facility is secured by a blank promissory note, a mortgage established on the ownership right on a real property located in Zywiec, as assignment of claims under a property insurance policy, an 'undisclosed' general assignment of claims and an assignment of claims under receivable insurance contract.

Note - 3 : Current maturities of long term borrowings includes:-

- Term Loan of PLN 1.26 million [equivalent ₹2.39 Crores (equivalent ₹1.23 Crores)] (March 31, 2022 - PLN 0.67 million) secured by way of hypothecation and/or mortgage over the property held at 12 Prosta Street, Zywiec in Poland and carries interest at WIBOR 3 Month + margin ( March 31, 2022 -WIBOR 3 Month + margin.) and it is repayable by June 2026
- Term Loan of USD Nil [equivalent ₹ Nil Crores (March 31, 2022: ₹65.01 Crores)] (March 31, 2022: USD 8.75 million) secured by an unconditional and irrecoverable corporate guarantee from the Holding Company. The loan carried interest at the rate of LIBOR plus 1.20 % p.a (March 31, 2022: LIBOR plus 1.20 % p.a) and was repayable by October 28, 2022.

Note - 4

Commercial paper issued by the Holding Company carried an interest at 3.29%-4.08% per annum as at March 31, 2022 and were repaid within the maturity period of 90 days.

#### Changes in liabilities arising from financing activities

₹ in Crores

Particulars	April 1, 2022	Cash flows	Leases (Net)	Others #	March 31, 2023
<b>Long term borrowing (Including current maturities)</b>	76.07	(65.91)	-	-	<b>10.16</b>
<b>Current Borrowings</b>					
Cash credit (net)	18.16	(16.05)	-	-	<b>2.11</b>
Working Capital Demand Loan	58.70	696.68	-	-	<b>755.38</b>
Commercial paper	515.00	(515.00)	-	-	-
<b>Current and Non Current Lease Liability (Refer Note 48)</b>	345.60	(100.00)	146.95	28.77	<b>421.32</b>

₹ in Crores

Particulars	April 1, 2021	Cash flows	Leases (Net)	Others #	March 31, 2022
<b>Long term borrowing (Including current maturities)</b>	165.65	(89.59)	-	0.01	<b>76.07</b>
<b>Current Borrowings</b>					
Cash credit (net)	11.96	6.20	-	-	<b>18.16</b>
Working Capital Demand Loan	47.96	10.74	-	-	<b>58.70</b>
Commercial paper	150.00	365.00	-	-	<b>515.00</b>
<b>Current and Non Current Lease Liability (Refer Note 48)</b>	258.19	(75.71)	139.34	23.78	<b>345.60</b>

# It includes accretion of interest and translation difference.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 28. Current Financial Liabilities – Trade Payables

₹ in Crores

Particulars	As at March 31, 2023	As at March 31, 2022
<b>At amortised cost</b>		
Outstanding dues of creditors other than acceptances		
(i) Total outstanding dues of micro enterprises and small enterprises	101.95	66.71
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises		
Acceptances*	176.69	194.66
Outstanding dues other than acceptances [Includes ₹63.98 Crores (March 31, 2022 ₹71.84 Crores) payable to related parties] (Refer Note 50b)	1,487.05	1,541.52
<b>Total</b>	<b>1,765.69</b>	<b>1,802.89</b>

\* Note:

Acceptances include arrangements where operational suppliers of goods and services are initially paid by banks while the Holding Company continues to recognise the liability till settlement with the banks which are normally effected within a period of 90 days.

**Note 28.1 Disclosure under the Micro, Small and Medium Enterprises Development Act, 2006 are provided as under to the extent the Group has received intimation from the suppliers regarding their status under the Act.**

₹ in Crores

Particulars	As at March 31, 2023	As at March 31, 2022
Principal amount remaining unpaid at the end of the year **	94.92	64.34
Interest due thereon remaining unpaid at the end of the year	7.90	5.49
	<b>102.82</b>	<b>69.83</b>
Delayed payment of Principal amount paid beyond appointed date during the entire financial year	364.85	206.21
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	2.31	0.95
Amount of Interest due and payable for the period (where principal has been paid but interest under the MSME Act not paid)	-	-
Interest accrued and remaining unpaid at the end of the year	2.40	1.01
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	7.90	5.49

#### 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 50b.

\*\* Includes ₹0.87 Crore (March 31, 2022 ₹3.12 Crores) outstanding in respect of Capital Creditors (Refer Note 29).



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 28a. Trade Payables Ageing Schedule

₹ in Crores

Particulars	As at March 31, 2023						Total
	Unbilled Dues	Not Due	Outstanding for following periods from due date of payment				
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
Total outstanding dues of micro enterprises and small enterprises	-	80.78	15.63	1.04	1.66	2.84	101.95
Total outstanding dues of creditors other than micro enterprises and small enterprises	430.40	994.15	214.26	14.93	2.16	7.84	1,663.74

₹ in Crores

Particulars	As at March 31, 2022						Total
	Unbilled Dues	Not Due	Outstanding for following periods from due date of payment				
			Less than 1 year	1-2 years	2-3 years	More than 3 years	
Total outstanding dues of micro enterprises and small enterprises	-	50.07	11.98	1.66	1.20	1.80	66.71
Total outstanding dues of creditors other than micro enterprises and small enterprises	399.83	1,053.17	266.69	8.18	1.53	6.78	1,736.18

There are no outstanding disputed dues of micro enterprises and small enterprises and creditors other than micro enterprises and small enterprises.

### Note 29. Current Financial Liabilities – Other Financial Liabilities

₹ in Crores

Particulars	As at March 31, 2023	As at March 31, 2022
<b>At amortised cost</b>		
Interest accrued but not due	1.37	0.92
Unpaid Dividends (to be credited to Investor Education and Protection Fund as and when due)	4.71	5.07
Deposits @	35.58	18.64
Capital creditors *	26.27	45.75
Accrued employee liabilities	45.92	42.37
Other payables	39.03	45.60
<b>Total</b>	<b>152.88</b>	<b>158.35</b>

@ Includes deposit on account of tender, supply - apply contracts and colour bank machines.

\* Includes outstanding dues of micro enterprises and small enterprises - March 31, 2023: ₹0.87 Crore (March 31, 2022 : ₹3.12 Crores) (Refer Note 28.1).

### Note 30. Other current liabilities

₹ in Crores

Particulars	As at March 31, 2023	As at March 31, 2022
Advance from customers	24.62	24.12
Statutory liabilities	93.22	55.99
Other liabilities	5.89	12.03
<b>Total</b>	<b>123.73</b>	<b>92.14</b>

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 31. Current Provisions

₹ in Crores

Particulars	As at March 31, 2023	As at March 31, 2022
Provision for Gratuity (refer Note 46)	5.76	4.85
Provision for Leave encashment	40.01	33.66
Provision for Excise, Customs, Sales tax, Service Tax [Refer Note (a) below]	20.08	6.92
Provision for Housing Fund [Refer Note (b) below]	1.40	1.60
<b>Total</b>	<b>67.25</b>	<b>47.03</b>

#### (a) Movement in Provision for Excise, Customs, Sales tax, Service Tax:

₹ in Crores

Particulars	As at March 31, 2023	As at March 31, 2022
At the beginning of the year	6.92	6.92
Additions	13.16	-
Utilization/ Reversal	-	-
<b>At the end of the year</b>	<b>20.08</b>	<b>6.92</b>

The above provisions represent estimates made mainly for probable claims arising out of litigations/disputes pending with authorities under various statutes (Excise duty, Customs duty, Sales tax and Service tax).

#### (b) Housing Fund

₹ in Crores

Particulars	As at March 31, 2023	As at March 31, 2022
At the beginning of the year	1.60	6.75
Arisen during the year	0.12	0.80
Utilized during the year	(0.32)	(5.95)
<b>At the end of the year</b>	<b>1.40</b>	<b>1.60</b>

Provision for housing fund has been recognised towards compliance with Section- 41 of Nepal Labour Act, 2048 in a subsidiary, Berger Jenson & Nicholson (Nepal) Pvt Ltd.

### Note 32. Current tax liabilities (net)

₹ in Crores

Particulars	As at March 31, 2023	As at March 31, 2022
Provision for income tax [net of advance taxes of ₹697.01 Crores (March 31, 2022 : ₹724.08 Crores)]	18.44	18.07
<b>Total</b>	<b>18.44</b>	<b>18.07</b>



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 33. Distribution made and proposed by the Holding Company

₹ in Crores

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
<b>Dividends on equity shares declared and paid:</b>		
Final dividend for the year ended March 31, 2022- ₹3.10 per share (March 31, 2021 - ₹2.80 per share)	301.11	271.96
<b>Total</b>	<b>301.11</b>	<b>271.96</b>
<b>Proposed dividends on equity shares:</b>		
Final dividend for March 31, 2023- ₹3.20 per share (March 31, 2022 - ₹3.10 per share)	310.86	301.11
<b>Total</b>	<b>310.86</b>	<b>301.11</b>

As at March 31, 2023, proposed dividend on equity shares are subject to approval in the ensuing Annual General Meeting. Pending such approval proposed dividend have not been recognised in these financial statements.

### Note 34. Revenue from Operations

₹ in Crores

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Revenue from sale of products (net off rebates and discounts)	10,376.27	8,523.92
Revenue from combined contracts	39.11	131.85
Other operating revenue		
Sale of scrap	24.11	16.64
Income from government grant #	113.63	65.36
Others	14.72	24.01
<b>Total</b>	<b>10,567.84</b>	<b>8,761.78</b>

# Income from Government grant represents subsidy recognized under various Incentive Schemes/Packages of State Government and Government of India applicable to eligible units. Further during the year, the Holding Company has accounted for ₹55.55 Crores towards GST subsidy under Industrial Investment Promotion Policy in respect of its manufacturing facilities in the state of Andhra Pradesh.

### Note 34.1 Disaggregation of revenue from contracts with customers

The Group derives revenue from following major segments:

₹ in Crores

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
<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) *	10,376.27	8,523.92
Revenue from combined contracts **	39.11	131.85
	<b>10,415.38</b>	<b>8,655.77</b>

\* Revenue from sale of goods is recognised on transfer of control to customers at a point of time by performance of obligation towards delivery or as per customers' instruction. (Also refer Note 3.6)

\*\* Revenue from combined contract represents supply-apply contracts and 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 conditions of underlying contracts. (Also refer Note 3.6)

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 34.1 Disaggregation of revenue from contracts with customers (contd.)

₹ in Crores

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
<b>(ii) Other operating revenues</b>		
Sale of Scrap	24.11	16.64
Income from government grant	113.63	65.36
Others	14.72	24.01
	<b>152.46</b>	<b>106.01</b>
<b>Total</b>	<b>10,567.84</b>	<b>8,761.78</b>
<b>B. Revenue from contracts with customers disaggregated based on geography</b>		
India	9,782.09	8,004.45
Outside India	633.29	651.32
<b>Total</b>	<b>10,415.38</b>	<b>8,655.77</b>

\* Revenue from sale of goods is recognised on transfer of control to customers at a point of time by performance of obligation towards delivery or as per customers' instruction. (Also refer Note 3.6)

\*\* Revenue from combined contract represents supply-apply contracts and 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 conditions of underlying contracts. (Also refer Note 3.6)

The Group provides agreed upon performance warranty for selected range of products and services. The amount of liability towards such warranties are immaterial.

### Note 34.2. Reconciliation of gross revenue with revenue from contracts with customers

₹ in Crores

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Gross revenue	12,267.67	10,084.28
Less: rebates and discounts	1,852.29	1,428.50
<b>Net revenue recognised from contracts with customers</b>	<b>10,415.38</b>	<b>8,655.78</b>

### Note 35. Other income

₹ in Crores

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Interest Income		
On deposits with banks carried at amortized cost	13.38	17.57
Others	2.49	2.59
Gain on early termination of leases	3.65	1.26
Insurance claim received	1.67	3.06
Net gain on sale of mutual fund investments measured at FVTPL	1.95	6.91



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 35. Other income (contd.)

₹ in Crores

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Fair value gain on mutual fund investments measured at FVTPL	0.30	0.90
Discount Income	3.11	5.38
Arrangement Fees	5.57	5.78
Royalty Income [Refer Note 50b(A)]	0.12	0.11
Gain on sale/discard of Property, plant and equipment and intangible assets	-	6.79
Sundry balances written back	3.49	4.51
Miscellaneous Income	15.84	9.73
<b>Total</b>	<b>51.57</b>	<b>64.59</b>

### Note 36. Cost of materials consumed

₹ in Crores

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
<u>Raw materials Consumed</u>		
Opening Stock	805.73	493.29
Purchases	5,002.50	4,673.25
Closing stock	(713.77)	(805.73)
	<b>5,094.46</b>	<b>4,360.81</b>
<u>Packing material Consumed</u>		
Opening Stock	49.48	44.05
Purchases	756.47	691.39
Closing stock	(47.79)	(49.48)
	<b>758.16</b>	<b>685.96</b>
<b>Cost of materials consumed</b>	<b>5,852.62</b>	<b>5,046.77</b>

### Note 37. Purchases of traded goods

₹ in Crores

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Purchases of traded goods	971.14	763.79
<b>Total</b>	<b>971.14</b>	<b>763.79</b>

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 38. (Increase)/decrease in inventories of finished goods, work-in-progress and traded goods

₹ in Crores

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
<b>Opening Stock</b>		
Work-in-progress	144.99	103.45
Finished goods	1,151.30	809.33
Traded goods	145.73	147.75
	<b>1,442.02</b>	<b>1,060.53</b>
<b>Closing Stock</b>		
Work-in-progress	140.92	144.99
Finished goods	1,223.95	1,151.30
Traded goods	170.39	145.73
	<b>1,535.26</b>	<b>1,442.02</b>
<b>Increase in inventories of finished goods, work-in-progress and traded goods</b>	<b>(93.24)</b>	<b>(381.49)</b>

### Note 39. Employee benefits expense

₹ in Crores

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Salaries, wages and bonus	530.80	469.03
Contribution to provident and other funds (Refer Note 46)	37.15	35.73
Share based payment to employees (Refer Note 47)	4.56	5.56
Staff welfare expenses	36.68	32.80
<b>Total</b>	<b>609.19</b>	<b>543.12</b>

### Note 40. Finance Costs

₹ in Crores

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Interest on borrowings	62.69	22.94
Interest on lease liabilities (Refer Note 48)	31.10	24.53
Unwinding of discount on provisions (Refer Note 24)	0.31	0.30
Interest others	5.13	2.95
<b>Total</b>	<b>99.23</b>	<b>50.72</b>

### Note 41. Depreciation and amortization expense

₹ in Crores

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Depreciation of property, plant and equipment (Refer Note 4)	178.88	158.73
Amortization of intangible assets (Refer Note 7a)	5.49	4.63
Depreciation of right-of-use assets (Refer Note 48)	79.66	63.15
<b>Total</b>	<b>264.03</b>	<b>226.51</b>



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 42. Other expenses

₹ in Crores

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Freight and Forwarding Charges	670.33	579.44
Power and fuel	83.27	68.13
Consumption of stores and spare parts	14.61	13.60
Repairs		
- Plant and machinery	28.10	21.80
- Building	2.20	3.33
- Others	17.28	16.80
Rent (Refer Note 48)	12.84	12.91
Advertisement and Sales Promotion Expenses	337.89	271.30
Processing Charges	49.14	44.48
Rates and Taxes	28.11	10.84
Travelling	71.09	48.11
Insurance	12.72	12.40
Foreign Exchange Loss (net)	19.04	6.45
Commission to Non-Executive Directors (Refer Note 50b)	0.57	0.57
Payment to Auditors	1.48	1.37
Information Technology Expenses	49.37	34.39
Professional Fees	14.23	9.35
Retainership Fees	6.93	6.19
Provision for Bad Debts (including Bad Debts written off)	22.70	7.60
Office Upkeep	85.17	69.99
Carrying & Forwarding Expenses	71.29	60.96
Subcontractor expenses	29.81	54.52
Printing & Stationery	6.11	4.22
CSR expenditure (Refer Note 42.1)	19.84	17.73
Loss on sale/discard of Property, plant and equipment & intangible assets	3.76	-
Miscellaneous Expenses	83.05	82.04
<b>Total</b>	<b>1,740.93</b>	<b>1,458.52</b>

### Note 42.1. Details of CSR expenditure:

₹ in Crores

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
a) Gross amount required to be spent by the Holding Company and its Indian subsidiaries incorporated in India during the year	19.66	17.52
b) Amount approved by the Board to be spent during the year	19.84	17.73

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 42.1. Details of CSR expenditure: (contd.)

₹ in Crores

Particulars		Year ended March 31, 2023	Year ended March 31, 2022
(c) Amount spent during the year ended March 31, 2023: #	<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	19.03	0.81	19.84
<b>Total</b>	<b>19.03</b>	<b>0.81</b>	<b>19.84</b>
(d) Amount spent during the year ended March 31, 2022:	<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	16.39	1.34	17.73
<b>Total</b>	<b>16.39</b>	<b>1.34</b>	<b>17.73</b>

# Corporate Social Responsibility expense of ₹19.28 Crores (March 31, 2022: ₹17.37 Crores) includes programme for promoting employment enhancing vocational skill programme named 'iTrain' and ₹0.56 Crore (March 31, 2022 ₹0.36 Crore) related to Indian subsidiaries.

The Indian subsidiaries have under taken activities like primary health and education, contribution to IITs, various educational infrastructure developments.

@ 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, 2023. Amount available for set off in succeeding financial years ₹0.18 Crore (March 31, 2022: ₹0.21 Crore).

### Note 43. 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, 2023	Year ended March 31, 2022
Net Profit after tax attributable to Equity holders of the Parent for calculation of Basic and Diluted Earnings Per Share (₹ in Crores) (I)	859.42	832.82
Weighted average number of shares (II)		
- Basic	97,13,62,815	97,13,02,832
- Diluted (refer note on effect of dilution in the next page)	97,14,72,605	97,14,80,501
Earning per equity share [nominal value of ₹1 per share] [(I)/(II)]		
- Basic	8.86	8.58
- Diluted	8.86	8.57



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 43. Earnings per share (EPS) (contd.)

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
<b>Effect of dilution:</b>		
Weighted average number of equity shares in calculating Basic Earnings Per Share	97,13,62,815	97,13,02,832
Dilution - Stock options granted under Employee Stock Option Plan (Refer Note 47)	1,09,790	1,77,669
Weighted average number of equity shares in calculating diluted EPS	97,14,72,605	97,14,80,501

There have been no other transactions involving Equity shares or potential Equity shares between the reporting date and the date of authorisation of these consolidated financial statements.

### Note 44. Significant accounting judgements, estimates and assumptions

The preparation of the Group's consolidated 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.

#### (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 Group based its assumptions and estimates on parameters available when the consolidated 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 financial statements.

#### (ii) Defined Employer Benefit plans (Refer Note 3.17)

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 46.

#### (iii) Fair value measurement of financial instruments and guarantees (Refer Note 3.22)

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 54 for further disclosures.

#### (iv) Depreciation on Property, Plant and Equipment (Refer Note 3.9)

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

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 44. Significant accounting judgements, estimates and assumptions (contd.)

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. The Holding Company also considers the impact of health, safety and environmental legislation in its assessment of expected useful lives and estimated residual values.

#### (v) Impairment allowance on trade receivables (Refer Note 3.6)

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.

#### (vi) Decommissioning Liability (Refer Note 3.9)

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.

#### (vii) Impairment test for Goodwill (Refer Note 3.15)

##### (a) Bolix S.A

Goodwill of ₹207.39 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 there is no impairment in goodwill that needs to be recognised. The risks in respect of climate-related matters are included as key assumptions where they materially impact the measure of recoverable amount. These assumptions have been included in the cash-flow forecasts in assessing value-in-use amount. There is no material impact in the consolidated financial statements.

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 2023 (Previous Year: 2022) and financial forecast for the years 2024 – 2027 (Previous Year: 2023-2026). Based on such assessment there is no impairment in goodwill that needs to be recognised.

Key Assumptions used for value in use calculations are as follows:

Particulars	As at March 31, 2023	As at March 31, 2022
Average annual increase in cash flows during the forecast period (i.e., five years)	20.90%	10.00%
Growth rate used for extrapolation of cash flow projections beyond the five-year period (Previous year: five years)	0.00%	0.00%
Discount rate-Pre tax	6.50%	-
Discount rate-Post tax	-	9.50%



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 44. Significant accounting judgements, estimates and assumptions (contd.)

#### (b) Others

The Group has Goodwill on consolidation arising from acquisition of STP Limited, Berger Hesse Wood Coatings Private Limited and SBL Specialty Coatings Private Limited. Based on impairment assessment carried out by the management, no impairment in goodwill is required to be recognised. Refer Note 6.

#### (viii) Revenue from combined contracts (Refer Note 3.6)

The Group exercises judgement in estimating cost for recognizing revenue from combined contract with customers. Losses on onerous contracts (if any) are recognized in the consolidated financial statements.

### Note 45. Information related to subsidiaries and joint ventures

The subsidiaries and joint ventures considered in the consolidated financial statements are as follows:

Name of Company	Country of Incorporation	% voting power As at March 31, 2023	% voting power As at March 31, 2022	Accounting period
<b>Direct subsidiaries</b>				
Berger Jenson & Nicholson (Nepal) Private Limited	Nepal	100%	100%	15th March - 14th 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	India	100%	100%	1st April - 31st March
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>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 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
<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 Limited	United Kingdom	75.00%	75.00%	1st January - 31st December

There are no material transactions/events that have occurred between January 1/March 15 and March 31 which might have a material impact on the profitability or financial position on these consolidated financial statements.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 46. 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, 2023	As at March 31, 2022
<b>(A)</b>	<b>Changes in the present value of defined benefit obligation</b>		
	Present value of defined benefit obligation as at year beginning	62.54	58.67
	Current Service Cost	6.96	5.28
	Interest Cost	4.28	3.57
	<b>Remeasurements (gains)/losses</b>		
	-Actuarial (gains)/losses arising from changes in financial assumptions	0.85	(0.80)
	-Actuarial (gains)/losses arising from changes in demographic assumption	0.92	0.32
	-Actuarial (gains)/losses arising from changes in experience adjustments	(0.77)	(0.04)
	Benefits Paid	(6.21)	(4.46)
	<b>Present value of defined benefit obligation as at year end</b>	<b>68.57</b>	<b>62.54</b>
<b>(B)</b>	<b>Changes in fair value of plan assets</b>		
	Fair Value of Plan Assets as at year beginning	53.85	49.89
	Interest Income	5.27	3.28
	<b>Remeasurements gains/(losses)</b>		
	-Return on plan assets greater/(lesser) than discount rate	0.16	(0.20)
	-Actuarial gains/(losses) arising from changes in financial assumptions	(0.01)	-
	Employer's Contribution	5.67	4.76
	Benefits Paid	(6.01)	(3.88)
	<b>Fair Value of Plan Assets as at year end</b>	<b>58.93</b>	<b>53.85</b>
<b>(C)</b>	<b>Amounts Recognised in the Balance Sheet</b>		
	Present value of defined benefit obligation at the year end	68.57	62.54
	Fair Value of the Plan Assets at the year end	58.93	53.85
	<b>Liability Recognised in the Balance Sheet</b>	<b>(9.64)</b>	<b>(8.69)</b>
<b>(D)</b>	<b>Expense recognised in the Statement of Profit and Loss</b>		
	Current service cost	6.96	5.28
	Net Interest Cost/(Income)	(0.99)	0.29
	<b>Net Cost Recognised in the Statement of Profit and Loss</b>	<b>5.97</b>	<b>5.57</b>
	<b>Expense recognised in Other Comprehensive Income:</b>		
	Remeasurements (gains)/losses	0.85	(0.73)
	<b>Net Cost Recognised in the Other Comprehensive Income</b>	<b>0.85</b>	<b>(0.73)</b>





## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 46. Gratuity and other post-employment benefit plans (contd.)

(ii) The principal assumptions used in determining gratuity obligations for the Group's plans are shown below:

Significant Actuarial Assumptions	As at March 31, 2023	As at March 31, 2022
Discount Rate	7.1% to 7.6%	7.00%
Withdrawal Rate		
- Management	8.00%	3.00%
- Officer	15.00%	3.00%
- Staff/worker	3.00%	3.00%
Salary increase		
- Management	7.00%	6.00%
- Officer	6.00%	6.00%
- Staff/worker	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.

(iii) Plan asset information:-

Particulars	As at March 31, 2023	As at March 31, 2022
Assets under scheme of insurance	100%	100%

(iv) A quantitative sensitivity analysis for significant assumptions are as shown below -

Assumptions	As at March 31, 2023		As at March 31, 2022	
	Discount rate		Discount rate	
Sensitivity Level	1% increase	1% decrease	1% increase	1% decrease
Impact on defined benefit obligation (₹ in Crores)	(3.92)	4.40	(5.41)	6.25

Assumptions	As at March 31, 2023		As at March 31, 2022	
	Future Salary		Future Salary	
Sensitivity Level	1% increase	1% decrease	1% increase	1% decrease
Impact on defined benefit obligation (₹ in Crores)	4.19	(3.83)	6.01	(5.31)

#### 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.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 46. Gratuity and other post-employment benefit plans (contd.)

#### (v) Risk Exposure

##### 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. In practice, this is unlikely to occur and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the balance sheet. The method and types of assumptions used in preparing the sensitivity analysis did not change compared to the prior period.

These plans typically expose the Group to actuarial risks such as: Investment Risk, Interest Risk, Longevity Risk and Salary Risk

**Investment Risk:** The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds.

**Interest Risk:** A decrease in the government bond interest rate will increase the plan liability.

**Longevity Risk:** The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.

**Salary Risk:** The present value of the defined plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

#### (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 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, 2023	As at March 31, 2022
Weighted Average duration of the defined benefit obligation	6 - 14 Years	9 - 12 Years
	₹ in Crores	₹ in Crores
Within the next 12 months (next annual reporting period)	7.17	4.91
Between 2 and 5 years	38.13	24.67
Between 5 and 10 years	58.40	48.76



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 46. Gratuity and other post-employment benefit plans (contd.)

#### (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 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 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 ₹8.02 Crores (March 31, 2022: ₹7.19 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, 2023	As at March 31, 2022
Discount rate	7.10%	7.00%
Rate of return on Plan Assets	8.10%	8.10%

#### (c) Other Defined Benefit Plans

The amounts for "Other Defined Benefit Plans" are below the rounding off norm adopted by the Group (Refer Note 60) and hence the disclosures as required under Ind AS 19 - "Employee Benefits" have not been given.

### (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	Year ended March 31, 2023	Year ended March 31, 2022
Provident and Family Pension Fund (applicable for eligible employees whose provident fund accounts are maintained with the Regional Provident Fund Commissioner)	5.65	5.21
Superannuation Fund	2.22	2.28

### Note 47. Share based payment to employees

#### 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.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 47. Share based payment to employees

- 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.
- 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, 10th February, 2021, 8th November, 2021 and 17th October, 2022.

	Particulars	As at March 31, 2023	As at March 31, 2022
a.	Number of Stock Options outstanding (ESOP Plan 2016: Grant III)	-	28,843
	Number of Stock Options outstanding (ESOP Plan 2016: Grant IV)	23,021	50,233
	Number of Stock Options outstanding (ESOP Plan 2016: Grant V)	44,357*	73,576
	Number of Stock Options outstanding (ESOP Plan 2016: Grant VI)	93,985	-
		<b>1,61,363</b>	<b>1,52,652</b>
	*exclude 83 options being already vested is exercisable at the end of the year.		
b.	Number of Options granted during the year		
	ESOP Plan 2016: Grant V	-	75,910
	ESOP Plan 2016: Grant VI	98,877	-
		<b>98,877</b>	<b>75,910</b>
c.	Number of Options vested (ESOP Plan 2016: Grant III)	27,276	28,844
	Number of Options vested (ESOP Plan 2016: Grant IV)	23,049	25,238
	Number of Options vested (ESOP Plan 2016: Grant V)	22,994^	-
		<b>73,319</b>	<b>54,082</b>
	^ Includes 83 options of Tranche I of Grant V, pending to be exercised and allotted.		
d.	Number of Options exercised (ESOP Plan 2016 : Grant III)	27,276	28,452
	Number of Options exercised (ESOP Plan 2016 : Grant IV)	23,049	25,760 #
	Number of Options exercised (ESOP Plan 2016 : Grant V)	22,911*	-
		<b>73,236</b>	<b>54,212</b>
	# 25760 options pending allotment at the end of March 31, 2022 were allotted during the year ended March 31, 2022.		
	* Excludes 83 options of Tranche I of Grant V, pending to be exercised and allotted.		
e.	Number of Shares arising on exercise (ESOP Plan 2016: Grant III)	27,276	28,452
	Number of Shares arising on exercise (ESOP Plan 2016: Grant IV)	23,049	25,760
	Number of Shares arising on exercise (ESOP Plan 2016: Grant V)	22,911*	-
		<b>73,236</b>	<b>54,212</b>
	* Excludes 83 options of Tranche I of Grant V, pending to be exercised and allotted.		



**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023**

**Note 47. Share based payment to employees (contd.)**

	Particulars	As at March 31, 2023	As at March 31, 2022
f.	Number of Options lapsed (ESOP Plan 2016: Grant III)	1,567	914
	Number of Options lapsed (ESOP Plan 2016: Grant IV)	4,163	3,557
	Number of Options lapsed (ESOP Plan 2016: Grant V)	6,224	2,334
	Number of Options lapsed (ESOP Plan 2016: Grant VI)	4,892	-
		<b>16,846</b>	<b>6,805</b>
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 III)	-	28,843
	Total Number of Options in force (ESOP Plan 2016: Grant IV)	23,021	50,233
	Total Number of Options in force (ESOP Plan 2016: Grant V)	44,357@	73,576
	Total Number of Options in force (ESOP Plan 2016: Grant VI)	93,985	-
		<b>1,61,363</b>	<b>1,52,652</b>
	@ Excludes 83 options of Tranche I of Grant V, pending to be exercised and allotted		
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 V (Fair value as on March 31, 2022)	NA	691.41
	ii. ESOP Plan 2016 Grant VI (Fair value as on March 31, 2023)	572.61	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		
	ESOP Plan 2016	17.10.2022	08.11.2021
	ii. Weighted average share price	₹581.70	₹699.7
	iii. Exercise Price	₹1	₹1
	iv. Risk Free Interest rate	7.32%	6.84%
	v. Expected Life:		
	a. For options vested on 09.11.2020	0.61 years	1.61 years
	b. For options vested on 11.02.2022	1.87 years	2.87 years
	c. For options vested on 09.11.2022	2.61 years	3 years from the vesting day

**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023**

**Note 47. Share based payment to employees (contd.)**

	Particulars	As at March 31, 2023	As at March 31, 2022
	d. For options yet to be vested	3 years from the vesting day	-
vi.	Expected Volatility	18.85%	16.91%
vii.	Expected dividend yield	0.41%	0.30%
viii.	Weighted Average fair value as on grant date		
	a. ESOP Plan 2016: Grant III - 09.11.2019	-	₹479.59
	b. ESOP Plan 2016: Grant IV - 10.02.2021	₹755.76	₹755.76
	c. ESOP Plan 2016: Grant V - 08.11.2021	₹767.88	₹767.88
	d. ESOP Plan 2016: Grant VI - 17.10.2022	₹605.91	-
ix.	The price of the underlying share in the market at the time of option grant:		
	a. ESOP Plan 2016: Grant III - 09.11.2019	-	₹485.40
	b. ESOP Plan 2016: Grant IV - 10.02.2021	₹762.15	₹762.15
	c. ESOP Plan 2016: Grant V - 08.11.2021	₹774.95	₹774.95
	d. ESOP Plan 2016: Grant VI - 17.10.2022	₹613.75	-
x.	Time to maturity		
	a. ESOP 2016 Plan Grant III vested on 09.11.2020	0.61 years	1.61 years
	b. ESOP 2016 Plan Grant IV vested on 11.02.2022	1.87 years	2.87 years
	c. ESOP 2016 Plan Grant V vested on 09.11.2022	2.61 years	3 years from the vesting day
	d. ESOP 2016 Plan Grant VI (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, 2023		
	No. of options outstanding	Weighted average remaining contractual life	Weighted average exercise price (₹)
1	23,021	1.87 years	1
1	44,357	2.61 years	1
1	93,985	Yet to be vested	1

Range of exercise prices per option (₹)	As at March 31, 2022		
	No. of options outstanding	Weighted average remaining contractual life	Weighted average exercise price (₹)
1	28,843	1.61 years	1
1	50,233	2.87 years	1
1	73,576	Yet to be vested	1



**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023**

**Note 48.**

**a. Group as a lessee**

The Group has lease contracts for various depots, head office and leasehold lands used in its operations. Leasehold land and building generally have lease terms between 2 and 99 years. The Group has also taken some plant and machinery on lease having a lease term between 5 to 15 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	Plant & Machinery	Others	Total
<b>As at April 1, 2021</b>	<b>258.22</b>	<b>74.96</b>	<b>6.82</b>	<b>4.33</b>	<b>344.33</b>
Additions	137.28	5.81	0.02	1.89	145.00
Less: Deletions/Termination	(3.54)	-	-	-	(3.54)
Less: Depreciation charge	(57.56)	(1.06)	(2.18)	(2.35)	(63.15)
Translation Difference	(0.01)	-	0.08	0.09	0.16
<b>As at March 31, 2022</b>	<b>334.39</b>	<b>79.71</b>	<b>4.74</b>	<b>3.96</b>	<b>422.80</b>
Additions	168.43	7.19	1.06	3.84	180.52
Less: Deletions/Termination	(25.37)	-	-	-	(25.37)
Less: Depreciation charge	(73.99)	(1.50)	(1.66)	(2.51)	(79.66)
Translation Difference	(0.08)	-	(0.02)	(0.17)	(0.27)
<b>As at March 31, 2023</b>	<b>403.38</b>	<b>85.40</b>	<b>4.12</b>	<b>5.12</b>	<b>498.02</b>

Title deeds of immovable properties are in the name of the Holding Company except those mentioned below:

Particulars	No. of title deeds	Gross Carrying Amount		Net Carrying Amount		Title Deeds held in the name of	Whether title deed holder is a promoter, director or relative of promoter/director or employee of promoter/director	Property held since which date	Reason for not being held in the name of the company
		As at 31st March, 2023	As at 31st March, 2022	As at 31st March, 2023	As at 31st March, 2022				
Leasehold land at Panaji, Goa	1	0.35	0.35	0.26	0.27	Rajdoot Paints Private Limited	No	October 1, 1998	Refer note in the following page (I)
Leasehold land at Sikandrabad, Uttar Pradesh	1	0.27	0.27	0.13	0.14	Rajdoot Paints Private Limited	No	October 1, 1998	
Leasehold land at Chandigarh	1	0.05	0.05	0.03	0.03	Rajdoot Paints Private Limited	No	October 1, 1998	
Leasehold land at Panagarh	1	5.83	-	5.80	-	West Bengal Industrial Development Corporation Ltd	No	September 5, 2022	Refer note in the following page (II)
Leasehold land at Howrah *	1	0.01	-	0.00	-	Government of West Bengal	No	September 26, 1957	Refer note in the following page (III)

\*Refer Note 60

**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023**

**Note 48. (contd.)**

**Note:**

- (I) Vide order dated October 01, 1998, the Hon'ble High Court of Calcutta had approved the Scheme of Amalgamation of Rajdoot Paints Private Limited with the Holding Company with effect from October 01, 1998. In terms of said order, all the aforesaid leasehold land parcels held by Rajdoot Paints Private Limited was transferred to the Holding Company. Management believes that, vide the approved Scheme of Amalgamation, the rights and obligations under respective lease arrangements were transferred in favour of the Holding Company and no further action is necessary for the purpose.
- (II) The Holding Company has obtained the allotment letter in its name and execution of lease deed in respect of 9.91 acres of land at Panagarh Industrial Park is in process.
- (III) Renewal of lease with West Bengal Government in respect of a piece of land comprising about 0.08 acres at Howrah is under process since September 26, 2017.

**(ii) Set out below are the carrying amounts of lease liabilities and the movements during the period:**

₹ in Crores

Particulars	March 31, 2023	March 31, 2022
<b>At amortised cost</b>		
<b>Opening Balance</b>	<b>345.60</b>	<b>258.19</b>
Additions	175.85	145.00
Accretion of interest	31.10	24.53
Deletions/ termination	(28.90)	(5.66)
Payments	(100.00)	(75.71)
Translation Difference	(2.33)	(0.75)
<b>Closing Balance</b>	<b>421.32</b>	<b>345.60</b>
<b>Current</b>	<b>86.68</b>	<b>75.14</b>
<b>Non-current</b>	<b>334.64</b>	<b>270.46</b>

The maturity analysis of lease liabilities are disclosed in Note 55.

The effective interest rate for lease liabilities is 7% - 10%, with maturity between 2023-2036.

**(iii) Amount recognised in the Statement of Profit and Loss**

₹ in Crores

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Depreciation expense of right-of-use assets (Refer Note - 41)	79.66	63.15
Interest expense on lease liabilities (Refer Note - 40)	31.10	24.53
Gain on early termination of lease (Refer Note - 35)	(3.65)	(1.26)
Expense relating to leases of low-value assets and short term leases (Refer Note - 42)	12.84	12.91
<b>Total</b>	<b>119.95</b>	<b>99.33</b>

The Group had total cash outflows for leases of ₹100.00 Crores (March 31, 2022: ₹75.71 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.



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

(iv) The table below provides details regarding the contractual maturities of lease liabilities as on undiscounted basis:

₹ in Crores

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
Less than one year	94.12	78.15
More than one year but less than five years	294.40	208.53
More than five years	143.27	85.07

### b. Group as a lessor

The Holding Company has given Color Bank (tinting machines) on operating lease to its dealers. The Group 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 are recognised as liabilities and are included in under "Other financial liabilities" in Notes 23 & 29. Also refer Note 4.

## Note 49. Commitment and Contingent Liabilities

### a. Commitments

₹ in Crores

Particulars	As at March 31, 2023	As at March 31, 2022
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	135.45	440.60

### b. Contingent Liabilities

(i) Claims against the Group not acknowledged as debts:

₹ in Crores

Particulars	As at March 31, 2023	As at March 31, 2022
<b>Legal claim contingency</b>		
Sales Tax	29.23	33.61
Excise Duty, Service Tax, Customs	59.69	44.62
Goods and Service Tax	2.58	3.33
Income Tax	22.95	22.21
Others	0.26	-
<b>Total</b>	<b>114.71</b>	<b>103.77</b>

The Group has exposures towards litigation/disputes relating to various tax matters as set out in the above note. Since the ultimate outcome of these matters are uncertain, the Group has exercised significant judgement to determine the probability of future cash outflow for these matters and has accordingly taken provisions wherever necessary. The management judgement is also supported with legal advice in certain matters as considered appropriate.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

Note 49. (b) (contd.)

₹ in Crores

	Particulars	As at March 31, 2023	As at March 31, 2022
ii.	<b>Guarantees excluding financial guarantees</b>		
	Outstanding Bank Guarantees	141.80	127.62
iii.	<b>Corporate guarantees</b>		
	Corporate guarantees issued by the Holding Company to a bank for loan taken by the joint venture. Total value of guarantee provided by the Holding Company is ₹25 Crores (March 31, 2022: ₹25 Crores) and the outstanding balance of loan in the books of the joint venture is ₹Nil Crores (March 31, 2022: ₹ Nil Crores) which has been disclosed under contingent liabilities.	-	-

The Holding Company had mortgaged land & building located at Howrah, Rishra, Hindupur and Head Office building at Park Street in relation to loan extended by Hongkong and Shanghai Bank (HSBC) to its wholly owned subsidiary, M/s Lusako Trading Limited. Such mortgage was released in the current financial year subsequent to repayment of loan.

### iv. Others

The Holding Company continues to provide such support as may be necessary to its joint venture (Berger Nippon Paint Automotive Coatings Private Limited) to enable it to continue with their present scale of operations and meet its financial commitments.

## 50a. 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 20d).

The Principal activity of the entity mentioned above is "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 with Holding Company
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 ( 1st April 2022 to 30th September 2022)
Mr Vikash Sarda	Chief Financial Officer (1st October 2022 to 4th January 2023)
Mr Kaushik Ghosh	Vice President & Chief Financial Officer (From 12th January 2023 onwards)
Mr Arunito Ganguly	Vice President & Company Secretary
Mr Naresh Gujral	Independent Director
Mrs Sonu Halan Bhasin	Independent Director
Mr Anoop Hoon	Independent Director
Dr Anoop Kumar Mittal	Independent Director



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### 50a. Related Party Transactions (contd.)

#### 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
Surefire Management Services Limited	Joint Venture of the Group
Jenson & Nicholson (Asia) Limited *	Fellow Subsidiary of the Holding Company
Berger Paints (Bangladesh) Limited	Fellow Subsidiary of the Holding Company
Citland Commercial Credits Limited	Fellow Subsidiary of the Holding Company
Wang Investment & Finance Private Limited	Fellow Subsidiary of the Holding Company
Kanwar Properties Private Limited	Fellow Subsidiary of the Holding Company
Berger Paints Provident Fund (Covered)	Post-employment benefit plan of the Holding Company
Berger Paints Officers (Non-Management Category) Superannuation Fund	Post-employment benefit plan of the Holding Company
Berger Paints Management Staff Superannuation Fund	Post-employment benefit plan of the Holding Company
Berger Paints India Limited Employees Gratuity Fund	Post-employment benefit plan of the Holding Company
BAICL Employees Superannuation Fund	Post-employment benefit plan of the Holding Company
BAICL Employees Gratuity Fund	Post-employment benefit plan of the Holding Company
Seaward Packaging Private Limited	Entity controlled by Key Managerial Personnel of the Holding Company
Flex Properties Private Limited	Entity controlled by Key Managerial Personnel of the Holding Company
Bigg Investment & Finance Private Limited	Entity controlled by Key Managerial Personnel of the Holding Company
Oakleaf Probuilt LLP	Entity controlled by Key Managerial Personnel of the Holding Company
Pasque Probuilt LLP	Entity controlled by Key Managerial Personnel of the Holding Company
Shalimar Tar Products Limited	Entity controlled by Key Managerial Personnel of the Holding Company
Naldehra Nest LLP	Entity controlled by Key Managerial Personnel of the Holding Company
Kfin Technologies Limited	Other Related Party
Countrywide Projects Private Limited	Other Related Party
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 20d)

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### 50b. 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, 2023	Year ended March 31, 2022
Sale of Goods (includes sale of raw materials, packing materials, intermediates, traded goods and stores)	Berger Becker Coatings Private Limited	22.59	27.02
	Berger Nippon Paint Automotive Coatings Private Limited	36.68	19.07
	Berger Paints (Bangladesh) Limited	0.34	0.67
	Surefire Management Services Limited	15.90	5.84
	U K Paints (India) Private Limited	0.24	0.43
	Naldehra Nest LLP	0.03	-
	Mr Kuldip Singh Dhingra	0.02	0.02
	Mr Gurbachan Singh Dhingra *	-	0.00
	Mr Kanwardip Singh Dhingra *	0.01	0.00
	Ms Rishma Kaur *	0.01	0.00
	Mrs Sunaina Kohli *	0.00	0.00
	Seaward Packaging Private Limited	0.27	0.06
Royalty Income	Berger Paints (Bangladesh) Limited	0.12	0.11
Shared Services Income	Berger Nippon Paint Automotive Coatings Private Limited	0.01	-
Sale of Property, Plant & Equipment	U K Paints (India) Private Limited	-	0.01
	Pasque Probuilt LLP	-	5.20
Processing Income	Berger Nippon Paint Automotive Coatings Private Limited	7.96	5.20
Rental Income (Warehouse/office)	Berger Nippon Paint Automotive Coatings Private Limited	0.02	0.02
	Shalimar Tar Products Limited	0.01	0.04
	Berger Becker Coatings Private Limited	0.01	0.01
Dividend Receipt	Berger Becker Coatings Private Limited	3.76	2.71
Purchase of Goods (includes purchase of raw materials, packing materials and traded goods)	U K Paints (India) Private Limited	145.27	128.96
	Berger Becker Coatings Private Limited	0.27	0.35
	Seaward Packaging Private Limited	106.32	97.03
	Berger Nippon Paint Automotive Coatings Private Limited	1.54	1.70
Processing Charges	U K Paints (India) Private Limited	44.38	40.61
Rent Expenses	U K Paints (India) Private Limited	1.88	1.63
	Flex Properties Private Limited	0.03	0.17
	Kanwar Properties Private Limited	0.65	0.62
	Berger Nippon Paint Automotive Coatings Private Limited	0.06	0.06
	Oakleaf Probuilt LLP	1.43	1.36
	Pasque Probuilt LLP	0.32	0.05
	Mrs Meeta Dhingra	0.07	0.06
	Mrs Vinu Dhingra	0.07	0.06

\*Refer Note 60



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### 50b. Disclosure in respect of Related Parties pursuant to Ind AS 24 (contd.)

₹ in Crores

Transaction	Related Party	Year ended March 31, 2023	Year ended March 31, 2022
	Mr Kuldeep Singh Dhingra	0.18	0.18
	Mr Gurbachan Singh Dhingra	0.18	0.18
Security Deposit Given	Oakleaf Probuilt LLP	-	0.15
Loan Given to a Joint Venture	Surefire Management Services Limited	4.09	-
Rendering of Manpower Services	U K Paints (India) Private Limited	0.15	0.12
	Berger Nippon Paint Automotive Coatings Private Limited	0.08	-
	Berger Becker Coatings Private Limited	0.17	0.17
Manpower Service Expenses	U K Paints (India) Private Limited	0.17	0.55
Professional Service Expenses	Kfin Technologies Limited	0.02	0.01
Contribution to Provident Fund	Berger Paints Provident Fund (Covered)	20.54	19.17
Contribution to Gratuity Fund	BAICL Employees Gratuity Fund	0.08	0.16
Contribution to Superannuation Fund	Berger Paints Officers (Non-Management Category) Superannuation Fund	0.49	0.54
	Berger Paints Management Staff Superannuation Fund	1.73	1.71
	BAICL Employees Superannuation Fund	0.05	0.04
Directors Commission & Fees	Mr Kuldeep Singh Dhingra	0.18	0.18
	Mr Gurbachan Singh Dhingra	0.10	0.10
	Mr Naresh Gujral	0.07	0.07
	Mrs Sonu Halan Bhasin	0.07	0.07
	Mr Anoop Hoon	0.07	0.07
	Dr Anoop Kumar Mittal	0.07	0.07
Key Management Personnel Compensation (including post employment benefits and share based payments)	Mr Abhijit Roy	7.31	5.84
	Mr Srijit Dasgupta	1.18	1.87
	Mr Vikash Sarda	0.26	-
	Mr Kaushik Ghosh	0.17	-
	Mr Arunito Ganguly	0.58	0.53
	Mr Kanwardip Singh Dhingra	0.65	0.56
	Ms Rishma Kaur	0.65	0.57
Dividend Payment	U K Paints (India) Private Limited	150.83	136.23
	Jenson & Nicholson (Asia) Limited	43.60	39.38
	Citland Commercial Credits Limited	9.58	8.66
	Wang Investment & Finance Private Limited	9.30	8.40
	Bigg Investment & Finance Private Limited	2.47	2.23
	Others	10.08	9.08

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### 50b. Disclosure in respect of Related Parties pursuant to Ind AS 24 (contd.)

#### B. Balances outstanding at the year end (including commitments):

₹ in Crores

Outstanding	Related Party	As at March 31, 2023	As at March 31, 2022
<b>Payable</b>	U K Paints (India) Private Limited	40.84	43.91
	Seaward Packaging Private Limited	23.13	27.34
	Flex Properties Private Limited *	-	0.00
	Wazir Estates Private Limited *	0.00	-
	Kanwar Properties Private Limited *	0.00	0.00
	Kfin Technologies Limited *	0.01	0.00
	Pasque Probuilt LLP	-	0.03
	Countrywide Projects Private Limited *	0.00	0.00
	Mr Abhijit Roy	1.19	0.95
	Mr Kaushik Ghosh	0.02	-
	Mr Arunito Ganguly	0.02	0.02
	Mr Kanwardip Singh Dhingra *	0.00	0.02
	Ms Rishma Kaur *	0.00	0.01
	Mr Naresh Gujral	0.07	0.07
	Mr Anoop Hoon	0.07	0.07
	Mrs Sonu Halan Bhasin	0.07	0.07
	Dr Anoop Kumar Mittal	0.07	0.07
	Mrs Meeta Dhingra *	-	0.00
	Mrs Vinu Dhingra *	-	0.00
	Mr Kuldeep Singh Dhingra	0.18	0.18
	Mr Gurbachan Singh Dhingra	0.10	0.10
<b>Receivable</b>	Berger Becker Coatings Private Limited	3.14	10.85
	Berger Nippon Paint Automotive Coatings Private Limited	24.17	12.94
	Surefire Management Services Limited	7.61	12.98
	Berger Paints (Bangladesh) Limited	0.27	0.53
	Shalimar Tar Products Limited *	0.01	0.00
	Naldehra Nest LLP *	0.00	-
	Mrs Sunaina Kohli *	0.00	0.00
	Kanwar Properties Private Limited *	-	0.00
<b>Loan given to a Joint Venture</b>	Surefire Management Services Limited	4.09	-
<b>Security Deposit Receivable</b>	U K Paints (India) Private Limited	0.22	0.22

\* Refer Note 60



**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023**

**50b. Disclosure in respect of Related Parties pursuant to Ind AS 24 (contd.)**

₹ in Crores

Outstanding	Related Party	As at March 31, 2023	As at March 31, 2022
	Kanwar Properties Private Limited	0.08	0.08
	Oakleaf Probuilt LLP	0.15	0.15
	Mr Kuldip Singh Dhingra	0.01	0.01
	Mr Gurbachan Singh Dhingra	0.01	0.01

**C. Details of remuneration to Key Managerial Personnel are given below**

₹ in Crores

Particulars	Year ended March 31, 2023	Year ended March 31, 2022
- Short-term employee benefits	9.64	8.44
- Post employment benefits	0.98	0.88
- Share based payment	0.18	0.05
<b>Total</b>	<b>10.80</b>	<b>9.37</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 ESOP Plan. Refer to Note 47 for further details of the ESOP Plan.

**D. Disclosure as per Section 186 of the Companies Act, 2013**

The details of guarantee given under Section 186 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 has been disclosed in Note 49(b)(iii).

**Notes:**

Terms and conditions of transactions with related parties:

Transactions relating to dividend were on the same terms and conditions that applied to other shareholders. The sales to and purchases from related parties are made in the ordinary course of business and at arm's length prices. Outstanding balances at the year-end are unsecured and interest free and settlement occurs in cash. No provisions are held against receivables from related parties.

**Note 51:**

On September 07, 2022, the Holding Company had a cyber security attack on its ancillary applications. The Holding Company promptly took steps to contain and remediate the impact of the information security incident, including deployment of appropriate protective, detective and corrective measures and containment protocols to mitigate the threat. The Holding Company also took additional measures to ensure the integrity of its IT systems' infrastructure/data. Since the main ERP software of the Holding Company remained unimpacted, there was no financial loss with respect to underlying financial/accounting information/data (including sales and invoicing). Remedial measures were implemented immediately to prevent horizontal spread of the malicious infection further into the ecosystem. The disruption in associated applications had caused discomfort in regular operations, however, during the outage, business had continued to operate manually as per defined processes. The Holding Company believes that there is no impact on its financial statements for the year ended March 31, 2023 on account of this incident.

**Note 52 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 consolidated financial statements are reflective of the information required by Ind AS 108 "Operating Segments".

**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023**

**53(a). Disclosure of additional information pertaining to the Holding Company, Subsidiaries and Joint Ventures**

Entity Name	As at March 31, 2023		Year ended March 31, 2023		Year ended March 31, 2023		Year ended March 31, 2023	
	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	96.18	4,330.42	92.05	792.00	(12.62)	(0.55)	91.52	791.45
<b>Indian Subsidiaries</b>								
1) Beepee Coatings Private Limited	0.26	11.84	(0.13)	(1.13)	1.38	0.06	(0.12)	(1.07)
2) SBL Specialty Coatings Private Limited	1.99	89.63	2.53	21.74	-	-	2.51	21.74
3) Berger Rock Paints Private Limited	(0.14)	(6.13)	(0.02)	(0.18)	0.23	0.01	(0.02)	(0.17)
4) Berger Hesse Wood Coatings Private Limited	(0.02)	(0.99)	0.07	0.58	(0.46)	(0.02)	0.07	0.56
5) STP Limited	2.92	131.33	2.04	17.52	(2.75)	(0.12)	2.01	17.40
<b>Foreign Subsidiaries</b>								
1) Berger Jenson & Nicholson (Nepal) Private Limited	4.61	207.33	4.70	40.43	-	-	4.68	40.43
2) Berger Paints (Cyprus) Limited consolidated with Berger Paints Overseas Limited	(2.35)	(105.83)	(0.34)	(2.79)	-	-	(0.32)	(2.79)
3) Lusako Trading Limited consolidated with Bolix S.A. & Group**	(3.27)	(147.35)	0.63	5.39	-	-	0.62	5.39
<b>Indian Joint Ventures</b>								
1) Berger Becker Coatings Private Limited	-	-	(2.12)	(18.25)	(0.69)	(0.03)	(2.11)	(18.28)
2) Berger Nippon Paints Automotive Coatings Private Limited	-	-	0.46	3.94	1.15	0.05	0.46	3.99
<b>Foreign Joint Ventures</b>								
Surefire Management Services Limited #	-	-	0.13	1.15	-	-	0.13	1.15
Noncontrolling Interest*	0.18	8.14	-	-	(0.23)	(0.01)	0.00	(0.01)
Foreign Currency Translation Reserve	(0.36)	(16.13)	-	-	113.99	4.97	0.57	4.97
<b>Total</b>	<b>100.00</b>	<b>4,502.26</b>	<b>100.00</b>	<b>860.40</b>	<b>100.00</b>	<b>4.36</b>	<b>100.00</b>	<b>864.76</b>

\* Refer Note 60.

\*\* 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 Limited was finalised. Bolix holds 75% of shares in Surefire Management Services Limited. However, it shares control of that company as it holds the right to appoint only 2 out of 4 executives. Surefire Management Services Limited is reported using the equity method.

Note: The above figures are after eliminating intra group transactions and intra group balances as on March 31, 2023.





**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023**

**53(b). Disclosure of additional information pertaining to the Holding Company, Subsidiaries and Joint Ventures**

Entity Name	As at March 31, 2022		Year ended March 31, 2022		Year ended March 31, 2022		Year ended March 31, 2022	
	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	95.40	3,753.13	89.61	746.40	(4.54)	0.70	91.39	747.09
<b>Indian Subsidiaries</b>								
1) Beepee Coatings Private Limited	0.33	12.92	0.04	0.37	(0.21)	0.03	0.05	0.40
2) SBL Specialty Coatings Private Limited	1.73	67.89	2.09	17.43	0.09	(0.01)	2.13	17.42
3) Berger Rock Paints Private Limited*	(0.15)	(5.96)	(0.10)	(0.84)	(0.03)	0.00	(0.10)	(0.84)
4) Berger Hesse Wood Coatings Private Limited	(0.04)	(1.55)	0.09	0.76	0.13	(0.02)	0.09	0.75
5) STP Limited	2.90	114.10	0.44	3.70	1.50	(0.23)	0.42	3.47
<b>Foreign Subsidiaries</b>								
1) Berger Jenson & Nicholson (Nepal) Private Limited	5.01	197.21	5.19	43.26	-	-	5.29	43.26
2) Berger Paints (Cyprus) Limited consolidated with Berger Paints Overseas Limited	(2.29)	(90.28)	(0.74)	(6.26)	-	-	(0.77)	(6.26)
3) Lusako Trading Limited consolidated with Bolix S.A. & Group **	(2.53)	(99.37)	2.91	24.27	-	-	2.97	24.27
<b>Indian Joint Ventures</b>								
1) Berger Becker Coatings Private Limited	-	-	1.13	9.41	-	-	1.15	9.41
2) Berger Nippon Paint Automotive Coatings Private Limited	-	-	(0.67)	(5.62)	-	-	(0.69)	(5.62)
<b>Foreign Joint Ventures</b>								
Surefire Management Services Limited #	-	-	0.01	0.07	-	-	0.01	0.07
Non controlling Interest	0.18	7.17	-	-	(0.84)	0.13	0.02	0.13
Foreign Currency Translation Reserve	(0.54)	(21.10)	-	-	103.90	(16.10)	(1.96)	(16.10)
<b>Total</b>	<b>100.00</b>	<b>3,934.16</b>	<b>100.00</b>	<b>832.95</b>	<b>100.00</b>	<b>(15.50)</b>	<b>100.00</b>	<b>817.45</b>

\* Refer Note 60.

\*\* Group includes Build-Trade sp. z.o.o., Bolix UKRAINA sp. z.o.o., Soltherm External Insulations Limited and Soltherm Insulations Thermique Exterieur SAS.

# On 9 January 2018, purchase of shares in Surefire Management Services Limited was finalised. Bolix holds 75% of shares in Surefire Management Services Limited. However, it shares control of that company as it holds the right to appoint only 2 out of 4 executives. Surefire Management Services Limited is reported using the equity method.

Note: The above figures are after eliminating intra group transactions and intra group balances as on March 31, 2022.

**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023**

**Note 54. 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 and loss at March 31, 2023 ₹ in Crores**

Particulars	Level 1	Level 2	Level 3	Total
<b>Financial Assets</b>				
Investment in Mutual Funds	52.96	-	-	52.96
Investment in unquoted equity instruments	-	-	-	-

**Financial assets and liabilities measured at fair value through profit and loss at March 31, 2022 ₹ in Crores**

Particulars	Level 1	Level 2	Level 3	Total
<b>Financial Assets</b>				
Investment in Mutual Funds	87.27	-	-	87.27
Investment in unquoted equity instruments *	-	-	0.00	0.00

\* Refer Notes 8b and 60.

**(b) Financial instruments at amortized cost**

The carrying amount of financial assets and financial liabilities measured at amortised cost in the consolidated 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 consolidated 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.

(d) In determining fair value measurement, the impact of potential climate-related matters, including legislation, which may affect the fair value measurement of assets and liabilities in the consolidated financial statements, as applicable, has been considered. These risks in respect of climate-related matters are included as key assumptions where they materially impact the measure of recoverable amount. These assumptions have been included in the cash-flow forecasts in assessing value-in-use amounts. At present, the impact of climate-related matters is not material to the Group's financial statements.



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 55. 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 & cash equivalents, which arise directly from its operations.

#### 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 Holding 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 Group. The BPRMC provides assurance to Holding Company's 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 in derivatives for speculative purposes may be undertaken. The Holding Company's Board of Directors has taken all necessary actions to mitigate the risks identified on the basis of the information and situation present. The Holding Company's Board of Directors frames and reviews policies for managing each of these risks, which are summarised below.

#### i) 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, investments and financial derivative.

The sensitivity analysis 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, 2023. The analysis 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, 2023 and March 31, 2022.
- ▶ The sensitivity of equity is calculated as at March 31, 2023 for the effects of the assumed changes of the underlying risk.

#### ii) Interest rate risk

The Group has incurred short term debt to finance its working capital and long term debt which expose 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.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 55. Financial risk management objectives and policies (contd.)

Some of the Group's borrowings are index linked, that is their cost is linked to changes in the Warsaw inter-bank offered rate (WIBOR), London Inter bank offered rate (LIBOR) and Sterling Overnight Index Average (SONIA).

Although the Group has variable rate interest bearing liabilities at March 31, 2023 and March 31,2022, 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.

#### iii) 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 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.

There are no outstanding derivative contract as at March 31, 2023 and March 31, 2022.

#### iv) Foreign currency sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in USD/Euro/GBP/JPY 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.

₹ in Crores

Year ended	Currency	Change in USD/EURO/GBP/JPY rate (%)	Effect on profit before tax	Effect on pre-tax equity
<b>March 31, 2023</b>	USD	5%	(7.92)	(7.92)
	USD	-5%	7.92	7.92
	EURO	5%	(2.93)	(2.93)
	EURO	-5%	2.93	2.93
	GBP	5%	1.98	1.98
	GBP	-5%	(1.98)	(1.98)
<b>March 31, 2022</b>	USD	5%	(14.89)	(14.89)
	USD	-5%	14.89	14.89
	EURO	5%	(0.04)	(0.04)
	EURO	-5%	0.04	0.04
	JPY	5%	(0.02)	(0.02)
	JPY	-5%	0.02	0.02



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 55. Financial risk management objectives and policies (contd.)

#### (v) Commodity price risk

The Group doesn't enter into any long term contract with its suppliers for hedging its commodity price risk.

#### (vi) 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.

#### (vii) Credit risk

Credit risk is the risk that counterparty 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, as applicable.

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.

#### Movement in expected credit loss allowance on trade receivable

₹ in Crores

Particulars	As at March 31, 2023	As at March 31, 2022
Balance at the beginning of the year	30.17	23.59
Loss allowance measured at lifetime expected credit losses (net of bad debts)	14.41	6.58
<b>Balance at the end of the year</b>	<b>44.58</b>	<b>30.17</b>

#### Trade receivables and contract assets if any

Customer credit risk is managed by the management subject to the Group's established policy, procedures and control relating to customer credit risk management. Individual credit limits are defined in accordance with credit quality of customers, as assessed by the management. Outstanding customer receivables are regularly monitored by BPRMC and corrective actions are 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 counterparties and within credit limits assigned to each counterparty. Counterparty 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 Business Process and Risk Management Committee. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 55. Financial risk management objectives and policies (contd.)

#### (viii) Liquidity risk

The Group monitors its risk of a shortage of funds using a liquidity planning analysis.

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.

The table below summarises the maturity profile of the Group's financial liabilities based on contractual undiscounted payments.

₹ in Crores

Particulars	On demand	<1 year	1 to 5 years	> 5 years	Total
<b>As at March 31, 2023</b>					
Financial Liabilities					
Borrowings	757.49	2.39	7.77	-	767.65
Lease liabilities	-	94.12	294.40	143.27	531.79
Other financial liabilities #	4.71	157.30	76.10	-	238.11
Trade payables	7.90	1,757.79	-	-	1,765.69
<b>Total</b>	<b>770.10</b>	<b>2,011.60</b>	<b>378.27</b>	<b>143.27</b>	<b>3,303.24</b>
<b>As at March 31, 2022</b>					
Financial Liabilities					
Borrowings	76.86	581.24	9.83	-	667.93
Lease liabilities	-	78.15	208.53	85.07	371.75
Other financial liabilities #	5.07	153.28	77.69	-	236.04
Trade payables	5.49	1,797.40	-	-	1,802.89
<b>Total</b>	<b>87.42</b>	<b>2,610.07</b>	<b>296.05</b>	<b>85.07</b>	<b>3,078.61</b>

For maturity profile of lease liabilities, refer Note 48 (iv).

# Includes contractual interest payment based on interest rate prevailing at the end of the reporting period amounting to ₹9.13 Crores and ₹Nil as at March 31, 2023 and March 31, 2022 respectively.

### Note 56. 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 borrowings to bridge its working capital gap and finances its capital expenditure through long term borrowings and internal generation of funds. The group has a generally low debt equity ratio.



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 56. Capital management (contd.)

₹ in Crores

Particulars	As at March 31, 2023	As at March 31, 2022
Borrowings (Notes 22 & 27) [excluding lease liabilities]	767.65	667.93
Less: cash and cash equivalents (note 15)	(116.17)	(103.30)
<b>Net debt (A)</b>	<b>651.48</b>	<b>564.63</b>
Total capital (B)	4,494.12	3,926.99
<b>Capital and net debt (C=A+B)</b>	<b>5,145.60</b>	<b>4,491.62</b>
Gearing ratio (A/C)	13%	13%

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, if any. 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, 2023 and March 31, 2022.

### Note 57. Additional regulatory information required by Schedule III to the Companies Act, 2013

- The Holding Company and its Indian subsidiaries and Indian joint ventures do not have any benami property held in its name. No proceedings have been initiated on or are pending against the Holding Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and the Rules made thereunder.
- The Holding Company and its Indian subsidiaries and Indian joint ventures have not been declared wilful defaulter by any bank or financial institution or other lender or government or any government authority.
- There is no income surrendered or disclosed as income during the year in tax assessments under the Income Tax Act, 1961 (such as search or survey), that has not been recorded in the books of account.
- The Group has not traded or invested in crypto currency or virtual currency during the year.
- The Holding Company, its Indian Subsidiaries and Indian Joint Ventures does not have any pending charges which is yet to be registered with the Registrar of Companies beyond the statutory period. There are instances amounting to ₹130.16 Crores in the aggregate in respect of 14 banks for periods ranging between 14 to 40 years where the Holding Company is yet to receive charge satisfaction letter from the respective banks pending which the charges are yet to be filed with the Registrar of Companies.
- Utilisation of borrowed funds and share premium
  - The Parent and Indian Subsidiaries have not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
    - Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Parent Company (Ultimate Beneficiaries) or
    - Provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2023

### Note 57. Additional regulatory information required by Schedule III to the Companies Act, 2013 (contd.)

- The Parent and Indian Subsidiaries have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
  - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
  - provide any guarantee, security or the like on behalf of the ultimate beneficiaries.
- The Holding Company and its Indian Subsidiaries do not have any transactions with struck off companies.
- The Holding Company and its Indian Subsidiaries have complied with the requirement with respect to number of layers as prescribed under section 2(87) of the Companies Act, 2013 read with the Companies (Restriction on Number of Layers) Rules, 2017.
- The Holding company and its Indian subsidiaries' quarterly returns or statements of current assets filed by the Respective companies with the banks in connection with the working capital limit sanctioned are in agreement with the books of accounts.

### Note 58

There was a fire in the factory of Berger Becker Coatings Private Limited in Goa, a joint venture of the Group. There was no casualty due to fire. The Group's share of financial impact of the loss due to fire amounting to ₹25.35 Crores has been duly recognised, following principles of prudent accounting. Insurance claim for the purpose of recovery has been submitted and is under process.

### Note 59

Previous year figures have been regrouped, wherever necessary, to confirm to the current year's presentation.

### Note 60

All figures are in Rupees in Crores unless otherwise stated. Figures marked with (\*) are below the rounding off norm adopted by the Group.

### Note 61

There were no significant adjusting events after end of the reporting period which require any adjustment or disclosure in the consolidated financial statements subsequent to the reporting period other than the events disclosed in the relevant notes.

As per our report of even date

For **S.R. BATLIBOI & CO. LLP**

Chartered Accountants

Firm Registration Number 301003E/E300005

per **Vishal Sharma**

Partner

Membership Number : 096766

Place: New Delhi

Dated: May 15, 2023

For and on behalf of Board of Directors of Berger Paints India Limited

**Kuldip Singh Dhingra** – Chairman (DIN: 00048406)

**Gurbachan Singh Dhingra** – Vice-Chairman (DIN: 00048465)

**Abhijit Roy** – Managing Director & CEO (DIN: 03439064)

**Kaushik Ghosh** – Vice President & CFO (ACA – 059971)

**Arunito Ganguly** – Vice President & Company Secretary (FCS – 9285)



## FINANCIAL SUMMARY OF BERGER PAINTS INDIA LIMITED (CONSOLIDATED) – FIVE YEARS AT A GLANCE

₹ in Crores

	2022-23 #	2021-22 #	2020-21 #	2019-20 #	2018-19
Revenue from Operations (Net)	10,567.84	8,761.78	6,817.59	6,365.82	6,061.86
% Growth	20.61	28.52	7.10	5.01	17.35
Other Income	51.57	64.59	51.49	68.52	60.03
Materials Consumed	6,730.52	5,429.07	3,868.56	3,725.81	3,699.61
Employee Benefits Expense	609.19	543.12	485.14	452.50	408.51
Other Expenses	1,740.93	1,458.52	1,275.91	1,126.52	1,018.20
EBITDA	1,538.77	1,395.66	1,239.47	1,129.51	995.57
% to Net Revenue	14.56	15.93	18.18	17.74	16.42
Depreciation / Amortization	264.03	226.51	211.14	191.01	182.27
Finance Cost	99.23	50.72	44.10	47.04	47.24
Profit Before Tax & Exceptional Item	1,175.51	1,118.43	984.23	891.46	766.06
Share in Profit of Joint Ventures	(13.17)	3.86	(5.61)	(8.30)	(0.90)
Profit Before exceptional Items and tax	1,162.34	1,122.29	978.62	883.16	765.16
Profit Before Tax	1,162.34	1,122.29	978.62	883.16	765.16
Tax Expense	301.94	289.34	258.90	227.06	271.27
Profit After Tax	860.40	832.95	719.72	656.10	493.89
Return On Net Worth ( % )	19.11	21.17	21.27	24.60	20.18
<b>Shareholders' Funds :</b>					
Share Capital	97.14	97.13	97.13	97.12	97.11
Reserves and Surplus	4,396.98	3,829.86	3,279.74	2,563.01	2,346.70
Non-controlling interest	8.14	7.17	7.06	7.11	3.45
<b>Total</b>	<b>4,502.26</b>	<b>3,934.16</b>	<b>3,383.93</b>	<b>2,667.24</b>	<b>2,447.26</b>
Other current and non-current liabilities	3,464.91	3,278.50	2,537.12	2,237.77	2,119.73
<b>EQUITY AND LIABILITIES</b>	<b>7,967.17</b>	<b>7,212.66</b>	<b>5,921.05</b>	<b>4,905.01</b>	<b>4,566.99</b>
Fixed Assets (includes Property, Plant & Equipment, CWIP, Intangible assets & Right-of-use assets)	3,442.11	2,792.32	2,150.97	2,094.06	1,752.53
Investments (Current and Investments in Joint Venture)	183.11	234.33	355.67	315.17	394.92
Other current and non-current assets	4,341.95	4,186.01	3,414.41	2,495.78	2,419.54
<b>ASSETS</b>	<b>7,967.17</b>	<b>7,212.66</b>	<b>5,921.05</b>	<b>4,905.01</b>	<b>4,566.99</b>
Cash Earnings Per Share (₹)	11.58	10.91	9.58	8.72	6.96
Earnings Per Share - Basic (₹)	8.86	8.58	7.41	6.76	5.09
Earnings Per Share - Diluted (₹)	8.86	8.57	7.41	6.75	5.09
Book Value Per Share (₹)	46.34	40.50	34.84	27.46	25.20
Wt Avg No. of Shares	97,14,72,605	97,14,80,501	97,13,86,627	97,13,05,114	97,12,01,378
Cash Profit	1,124.43	1,059.46	930.86	847.11	676.16

# Figures for these years are as per new accounting standard (Ind AS 116) and Schedule III of Companies Act, 2013. 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  
(To be shifted to: J. P. Avenue, Sagarbhanga, Durgapur – 713 211)

#### 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, 5A & 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

#### BARASAT

Plot No.LR-00249, Taki Road, Pirgacha, P.S. Duttapukur  
P.O.: Badu, North 24 Parganas, Barasat, Kolkata – 700 124  
Phone: 7003961575

#### 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  
(To be shifted to: TEPL, Mouza - Simli, Murarpur, South of  
National Highway - 31, Patna, Bihar – 800 009)

#### PATNA - 3

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-3 - ADDITIONAL

KD Warehouse, Khata No.264,  
Tauzi No.236, Khesra No.1021 (Part), Thana No.37, Mauza Nagla  
South of Karmalichak Bypass, NH - 30, P.S. Malsalami,  
Patna – 800 008, Phone: 7463886880

#### PATNA (OFFICE ONLY)

Nirmala Complex, 1st floor, Plot No.693 (P), Opp. Amit Hotel  
Vishnupuri, New Bye Pass Road, Anisabad, Patna – 800 002  
Phone: 97714 89400

### DHANBAD

C/o: Hindusthan Fuels, Kalyanpur, Barwadda  
Dhanbad – 826 004, Jharkhand

### BHAGALPUR

Netaji Subhash Chandra Bose Marg (Central Jail Road)  
P.S.: Tilakamajhi, 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 6601/3/5/6/14/619

### SILIGURI

Near Ramakrishna Ashram, Sahudangi  
Siliguri, Dist: Jalpaiguri – 735 135  
Phone: 76040 23723

### 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  
Phone: 92333 33455/76040 23727

### MALDA

Kamla Bari, Jadupur, (Sadhlapur), Gabgacchi  
Malda – 732 101  
Phone: 0759 5094 284/286/287  
(To be shifted to: Bypass Road, Mouza - Nityanandapur &  
Madanpur Kismat, JL No.112 - 130, Khatian No. LR-1596, 228,  
752, LR Dag No.346, 346/358, 23/391, 347, 348, 349, 350, 478,  
479, 23/391, PS Malda, Dist. Malda – 732 142, West Bengal,  
Under Sahapur Gram Panchayat)

### MIDNAPORE

180, Bhandari Building, NH6, Rupnarayanpur, Jakpur  
West Medinipur – 721 301

### BURDWAN

3, Alamganj Road, Mouza - Alamganj  
J L No.31, LR Plot No.697 & 698, Burdwan  
Phone: 9233313080

### EAST – 2

#### AGARTALA

Chanpur, Near Saw Mill, Khayerpur  
Agartala, Tripura (West) Pin – 799 008  
Phone: 94364 59549/705640509  
(To be shifted to: Khayerpur to Amtali, Near By-Pass Road  
Uttar Champamura, Opp. Iswar Chandra Colony, P. O. Old Agartala  
P. S. Bodhjungnagar, Dist. West Tripura – 799 008)

### BHUBANESWAR

Plot No.187, Kesura, P.O. Bankul  
Police Station: Saheed Nagar, District: Khorda  
Bhubaneswar – 751 001, Orissa  
Phone: 9937880620

### BHUBANESWAR (OFFICE ONLY)

Khata No.928/1146, Plot No.1674/3705, New Puri Bypass Road  
Kesura Chhik, Jharapada, Mouza – Bhubaneswar Town  
Unit No.33, ward No.32, Kharda District, Bhubaneswar – 751 002

### 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 (920 708 1456)

### 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  
Near All India Radio Center, Adjacent to Chand Ford Showroom  
Village Gotlong, P.O.: Kaliabhomora, Tezpur – 784 024  
Dist: Sonitpur, Assam

### JAMSHEDPUR

Near Military Camp, Sundernagar, Tatanagar  
Jamshedpur, Jharkhand – 832 107  
Phone: 0763 509 3823

### RANCHI

Martin Baken, Village Kharsidag, P.O.: Tetri, Ring Road  
Ranchi, Jharkhand – 834 010  
Mobile: 07070097309

### RANCHI - ADDITIONAL

Revisional Survey Plot No.113, 431, 432, Khata No.18  
Thana No.306, Village - Kochbong, Ring Road  
P.S. Namkum, Ranchi – 834 010  
Phone: 7070097303

### SAMBALPUR

Global Warehouse, Remed, Sambalpur – 768 006, Odisha  
Phone: 0789 446 9691  
(To be shifted to: Jalan Estate, NH-6, Remed, Near NEXA  
Showroom, Sambalpur – 768 006)

### SHILLONG

Near Chief Engineer Office (MES), Lower Nongrim Hills East  
Khasi Hills, Dist.: Shillong – 793 003, Meghalaya  
Phone: 0364 253 4901/4903

### SOUTH – 1

#### GUNTUR

Sridhar & Sridhar Estates, 8-227/3, Bonthapadu Road  
Etukuru, Guntur – 522 003, Andhra Pradesh  
Mobile: 81063 91671 / 99483 47147

#### HYDERABAD – 1

8-84/11/2, Survey No.688 & 689, Near Sai Geetha Ashramam  
Devar Yamjal, Medchal, Malkajigiri, Telangana – 500 047  
Phone: 2980 4277/88/99

\*\* Raw Material Godown

\*\* Regional Distribution Centre



**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

**KARIMNAGAR**

H.No.8-82/7/18/B, Beside – V-Convention, Bommakal Village, Mandal & District: Karimnagar Telangana – 505 001  
Phone: 9966710236

**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 284 364/42  
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, N H Bypass Road Azhinhilam, Malapuram – 673 632, Calicut, Kerala  
Phone: 0483 283 2144/2244

**CALICUT - ADDITIONAL**

Building No.V P 2/387A, Parammal Azhinjillam Road Near Bhavana Bus Stop, Azhinjillam, P.O.: Malappuram – 673 632  
Phone: 7034513005

**CHENNAI – 1**

10, Noombal Main Road, Velappanchavadi Chennai – 600 077  
Phone: 9025906243

**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 Thudiyalur Post, Coimbatore – 641 034, Tamilnadu  
Phone: 0422 2644 508/2644 132/2644 271/436 8288

**HOSUR**

Block 5, 167/1C, Avigna Industrial Park, Nagondapalli Village Hosur Taluk, Krishnagiri District, Tamil Nadu – 635 110  
Mobile: 96297 74931

**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**

4/744, 726, 724, 725, Rajkumar Impex, Palamukku, Kannanloor P.O. Kollam – 691 576  
Phone: 0474 2912733/ 2913743

**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**

Nedunkulam Main Road, Opp. Idayam Rajendran School Samanathan Post, Puliya Panchayath, Madurai – 625 009

**PUDUCHERRY**

26/4 & 5, Konerikuppam Road, Olavaikkal Village Koodapakkam Post, Villanur, Puducherry - 605 502

**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**

New No.1/231 and Old No.1/175B Thayanu Main Road, Punganur Panchayat, Srirangam Taluka Tiruchirappalli – 629 009

**TRIVANDRUM**

G.H. Auditorium, Vazhuthoorakonam, Malayinkeezhu P.O. Machel, Thiruvananthapuram – 695 571  
Phone: 0471 228 4027  
Fax: 0471 228 0102

**TRIVANDRUM (OFFICE ONLY)**

Building No.53/372 (7), 53/372 (8), Second floor Golden Palace Plaza, Estate Road, Pappanamcode Thiruvananthapuram - 695 018

**SOUTH – 3**

**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

**BANGALORE - 2A**

Sy.No.56/4 (Old Sy.No.56/3), Malonagathihalli Village, Kasaba Hobli, Nelamangala Taluk, Bangalore Rural District – 562 123  
Phone: 9243482067

**BANGALORE - 4**

Block 2, Survey No.209/2 & 209/4, Koralar Village, Hoskote Taluk, KASABA, Hobli, Bangalore Rural – 500 067

**BANGALORE (OFFICE ONLY)**

1st & 2nd floor, Building No.102, Meva Plaza, R.V. Road V. V. Puram, Bangalore – 560 004

**MANGALORE**

Plot No - 409 & 410, Industrial Area Baikampady, Mangalore – 575 011  
Mobile: 092431 82073

(To be shifted to: Survey No.44/1BP, 44/1BA, 44/2A2, 94, 98 Beside NH 66, Kulai Village, Mangalore – 575 014)

**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

**HUBLI**

Bembalgi Farms, Next to Jain Mandir P. B. Road, Gabbur, Hubli – 580 028  
Phone: 0836 221 8027/28

**WEST – 1**

**AURANGABAD**

C/o: Suman Plastics, Unit - II Gut No.63/P, Dhule - Solapur Highway, Sahajpur Taluka & District - Aurangabad – 431 136  
Phone: 9225304115

**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  
Mobile: 092233 10818  
(To be shifted to: Building No.C-2, Gala No.1 to 5, Sumit Logistic and Industrial Park, Kukse - Borivile Village, Mumbai Nashik Highway, Taluka - Bhiwandi, District - Thane – 421 302)

**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**

Unit Nos.47, 48, 49 & 50, Apple Industrial Hub, Pelhar Naka WEH No.8, Near Tata Service Centre, Nallasopara East Taluka - Vasai, District - Palghar – 401 208

**KOLHAPUR**

345/16A, Hupari Road, Opposite Gudmudshing MSEB Power Station, Gudmudshing, Taluka Karver, 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  
(To be shifted to: Gut No.1100, Near Diviya Jivan Vatika Ashram Pune Saswad Road, Wadki, Pune - 412 308)

**RAIGAD \*\***

Plot No.104/2A-1,2A-2,2B,2K, 4&6, Jasai, JNPT Road, (Nhava Sheva), Uran, Raigad, Maharashtra

**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

**AMRAVATI**

Survey No.4/3, Part, Mouja – Mhasla, Anjangaon Bari Road Near Raisoni College, Amravati – 444 701

**PANVEL**

Warehouse No.435, situated at Survey No.146, 147, 148, Ajivali Village, NH 4, Old Mumbai Pune Highway  
Panvel – 410 207

**JALGAON**

2202/1, Near Tata Service Center, Jalgaon Nasirabad Highway, Jalgaon – 425 309

**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 Anandpar, 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**

Survey No.497, 498, 499, Landmark - Near Hotel Silver Plate Opp. GSFC Main Gate, Dasrath, Vadodara – 391 740  
Phone: 63598 78130

**NORTH – 1**

**BHATINDA**

MCB-Z-8/02464, Gill Complex, Mansa Road Near ITI Chowk, Bhatinda – 151 001  
Phone: 0164 224 0239/1239

**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 Brahamma, Dist. Samba – 181 133, Jammu (Ward No.4, Kikri Morh Purmandal Road, Lower Birpur Dist. Samba - 181 133)

**LUDHIANA**

Property No.1838, Plot No.B-3 to B-8 & A-4, Focal Point Ludhiana – 141 010, Punjab

**ZIRAKHPUR**

Khasra No.725-729, Village Nabha, Zirakpur Patiala Road Opposite Hotel Radisson, SAS Nagar, Zirakhpur – 140 603, Punjab  
Phone: 01762 295378

**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

**AMBALA (OFFICE ONLY)**

Survey No.178, Building No.180/1-3 Rai Market, Ambala Cantt.

**BIKANER**

Plot Nos. F-210 and F-211, Karmi 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

**FARIDABAD-2\***

Building No. 2, Killa 3, 4, 7, 8, 13, 14/1, 17, 2, 18, 23, 24/1, 26 Rectangle 31, Kh. 346/385, Rectangle 23, Killa 4/2/1, 7/2/2/2 Sector 145, Village Seekri, Tehsil, Ballabgarh, Faridabad – 121 004

**ROHTAK**

Killa No.147/20, 147/19, Village Moja Bahu Akbar Sira Road, Rohtak – 121 004

**GURGAON**

Kataria Complex, Khasra No.10947/7283/2918/1 & 2 Daultabad Road, Industrial Area, Gurgaon – 122 001  
Phone: 0124 225 5471/72/73

**JAIPUR (OFFICE ONLY)**

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, Khasra No.1279-1284, Revenue Village, Nela Savina Tehsil Girwa, Udaipur – 313 002, Rajasthan  
Phone: 9251021606, 9351817901

**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

**NOIDA (OFFICE ONLY)**

NX - Byte, Office No. 807, Tower No.4, Block A Plot No.17, Tech Zone - IV, Greater Noida (west) Gautam Budh Nagar , U.P. – 201306

**JANAKPURI**

Plot No. B-2 & B-3, A-1B Market, Block A-1, Pankha Road Janakpuri, New Delhi – 110 058  
Phone: 011 2562 8741/3742  
Fax: 011 2554 8654

**MANDOLI**

Godown No. JR-2 & JR-10, JR Complex Gate No.1, Sewadharm 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

**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**

Khasra No.2540, 2541, 2553, 2554, 2555, 2557, 2558, 2559, 2560 and 2583, Lakhari Fazalpur Industrial Area Opp. Islam Export, Near Delhi Mini Bye Pass Road Moradabad – 244 001  
Phone: 9045018036

**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  
(To be shifted to: Khasra No.75/3 & 77/44, Mohabewala Industrial Area, Saharanpur Road, Dehradun - 248 001)

**KOLKATA**

Vocational Training Centre, Room No.101 & 102, 1st floor Karigori Bhawan, Plot No. B-7, AA – 111, Rajarhat New Town, Kolkata – 700 160

**JAMSHEDPUR**

KMPM Inter College Campus, Main Road, Bistupur Bistupur North Range, Jamshedpur (NAC) – 831 001

**PATNA**

Tauji No.5243, Khata No.190, Khesra No.693 Vishnupuri, New Bypass Road, Anishabad Police Station – Garden Bagh, Patna – 800 002

**GUWAHATI**

Hanuman Boro Path, Kachari Basti, Dispur Guwahati – 781 005

**BHUBANESWAR**

1582/5964, Pandara, Rasulgarh, Bhubaneswar – 751 010  
(To be shifted to: Plot No.1674/3705, New Puri Bypass Road Kesura Chhak, Jharpada, Bhubaneswar – 751 002)

**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

**GORAKHPUR**

NH-28, Gorakhpur-Lucknow Road, Village - Hariya / Ekdanga Post, Baharampur, Gorakhpur - 273 010

**HALDWANI**

C/o: Vintage Green Marriage Lawn, Village - Jeet Pur Negi Rampur Road, Haldwani, Dist: Nainital Uttarakhand – 263 139  
Phone : 05946-293144, 9068547532

**HARIDWAR**

Khasra No.11,Village Sultanpur Majri Bahadradad, 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

**iTrains (Fixed)****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 A, DDA Transport Centre New Rohtak Road, Punjabi Bagh, New Delhi – 110 035

**JAIPUR**

114A-115A, Jhotwara Industrial Area, Jaipur – 302 012

**SURAT**

Block No.1 & 2, Gayatri Ganga Nagar, Near Makanij Park Adajan Road, Adajan, Surat – 395 009

**PUNE**

1/31, 2nd floor, Shanti Chambers, Chafekar Chowk Chinchwad, Pune City – 411 033

**MUMBAI**

Pattanwala Glass Works, Chirag Nagar, LBS Marg Ghatkopar (West), Mumbai – 400 086

**AHMEDABAD**

Elite Magnum, office No.901 & 902, 9th floor Opp. Utsav Elegance, Near Bhuyangdev Cross Road Bhuyangdev, Ahmedabad – 380 061

**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, Jillelguda R R District, Telengana – 500 079

**RUDRAPUR**

Industrial Plot No. 46, Land No.453 & 454, PO: Bhagwara Kicha Road, Rudrapur - Udhm Singh Nagar Tehsil Rudrapur, Dist: Udhm 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, Haripur Jalalabadi 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

**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**

Building No.53/372(9), 53/372(10) 3rd floor Golden Palace Plaza, Estate Road, Pappanamcode Thiruvananthapuram – 695 018

**WEST DELHI**

Khasra No.87/20, Village- Ghevra, Mundka Delhi – 110041  
Phone: 9015554160  
Email: westdelhi@britishpaints.in

**SOUTH DELHI**

Khasra No. 407 Near Raja Polutry Farm Sultanpur, New Delhi – 110030  
Phone: 9015554164  
Email: southdelhi@britishpaints.in

**EAST DELHI**

Godown No. MJ-11, J.R.Complex Mandoli, Delhi – 110093  
Email: eastdelhi@britishpaints.in

**GHAZIABAD**

C-213, site-1, Buland Shahar Road Industrial Area Lal Quan-Ghaziabad (UP) Opposite Silver City Cinema  
Phone: 0120- 4164110  
Email: ghaziabad@britishpaints.in

**NOIDA**

H-102 & 103, Sec-9, Noida – 201301  
Phone: 0120- 2532251, 9015554437  
Email: noida@britishpaints.in

**KANPUR**

84/1-B, Fazalganj, Industrial Area Kanpur – 208012  
Phone: 07668074913, 9310246973  
Email: kanpur@britishpaints.in

**ALLAHABAD**

623-624, Transport Nagar Allahabad – 211011  
Phone : 0512-2230014/7668074987  
Email: allahabad@britishpaints.in

**AGRA**

13A/756/1A, Shadra Chungi, Firozabad Road Agra – 282006  
Phone: 888 184 8830, 9837481803  
Email: agra@britishpaints.in

**GORAKHPUR**

Khatta No. 337/162, Village Chhapiya Khajni Road, Naushad, Gorakhpur – 273001  
Phone: 766 8074844  
Email: gorakhpur@britishpaints.in

**VARANASI**

Pama Complex, Near Vishal Auto Agency Lahartara DLW Road, Laharatra, Varansi Uttar Pradesh – 221103  
Phone: 0542-2372278 / 7668074578  
Email: varanasi@britishpaints.in

**BRITISH PAINTS DIVISION  
SALES DEPOTS****FARIDABAD**

SSI Plot No.-20, NH-5 NIT- Faridabad – 121001  
Phone: 0129-4037440, 2426440  
Email : faridabad@britishpaints.in

**GURGAON**

2nd Milestone, Killa No, 6/25, Basai Road Krishan Nagar, Gurgaon (HR) – 122001  
Phone: 0124-3295330/2300061  
Email: gurgaon@britishpaints.in

**PANIPAT**

New Risalu Road, Behind M.J.R Public School Adjoining Annapurna Banquet Hall, Plot No.02 Panipat, Haryana – 132103  
Phone: 9541209805/8199000961  
Email: panipat@britishpaints.in

**HALDWANI**

Opposite Kattha Factory, Devalchaur Kham Rampur Road, Haldwani, Distt Nanital Uttrakhand – 263139  
Phone: 05946-234126  
Email: haldwani@britishpaints.in

**DEHRADUN**

238, Mohabewala Saharanpur Road Near Sai Baba Mandir, Dehradun Uttrakhand – 248001  
Phone: 766913 8409  
Email: dehradun@britishpaints.in

**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 – 140603  
Phone: 01762-527112-13-14  
Email: mohali@britishpaints.in

**AMRITSAR**

Khasra No.1301 Opposite Chatwal Petrol Pump, G.T Road Sultanwind, Near Tarawala Pull, Amritsar  
Phone: 9569360416  
Email : amritsar@britishpaints.in

**LUDHIANA**

B-23-2581/10, Industrial Area-A, R.K. Road Ludhiana – 141003  
Phone: 0161-2220270, 95697-54425  
Email: ludhiana@britishpaints.in

**JALANDHAR**

Asiatic Compound, Usha Dharma Kanta Basti Bawa Khel, KPT Road Hatia, Ring Road, Ranchi – 834003 (Jharkhand)  
Phone: 93241 35319, 9569652492  
Email: jalandhar@britishpaints.in

**JAMMU**

Ground Floor, Phase -3, Near Nidra Showroom Industrial Area, Gangyal, Jammu – 180010  
Phone: 09596776481  
Email: jammu@britishpaints.in

**SRINAGAR**

Ground Floor, Khasra No.1578, Khevat No.44 Shiekh Complex, Opp Shuhul Automobiles Pharoo Road, NR- NH-1A, Nowgam By-pass Srinagar – 190015  
Phone: 0194-2315258-60  
Email: srinagar@britishpaints.in

**ANANTNAG**

Khewat No. 12, Khasra no 22/1 and 22/2 National Highway 44, Mallapura, Anantnag Kashmir – 192102  
Phone: +91 01931294620  
Jio Fi: +91 8586841871  
Email: anantnag@britishpaints.in

**GUWAHATI**

Opp. B.P Petrol Pump, Near Lakhra Charali, NH-37, Post Office-Saukuchi Guwahati – 781034, Assam  
Phone No.: +918811081316

**SILCHAR**

C/o Kay Dee Cold Storage Pvt Ltd, Ramnagar Opposite: ISBT, Silchar, Cachar Assam – 788003  
Phone: 03842-268-268  
Email: silchar@britishpaints.in

**AGARTALA**

Dhaleswar Road No.-1,Agartala Tripura (W) – 799007  
Phone: 0381-2302244/8881848838  
Email: agartala@britishpaints.in

**PATNA**

Plot No. 369, Patel Colony Road, West Transport Nagar, Patna – 800026  
Phone: 9999116827, 9999116830 & 7678174817  
Email: patna@britishpaints.in

**MUZAFFARPUR**

Khata No. 179, Khasra No. 260 & 261, Mansurpur Chamarua, Near Pakhri, Rewa Road P.O Chamarua, P.S Karja Block Marwan, Distt. Muzaffarpur – 843113  
Email: muzaffarpur@britishpaints.in

**RANCHI**

Garkhantga, Near Tonko Bridge Beside Vashnavi Car Cell & Service Hatia, Ring Road, Ranchi – 834003 (Jharkhand)  
Phone: 9304173252 & 9999116805  
Email: ranchi@britishpaints.in

**JAMSHEDPUR**

N S -10, 2nd Phase, Industrial Area, Adityapur Seraikella Kharsawan, Jharkhand – 832109  
Phone: 8287070453  
Email: jamshedpur@britishpaints.in

**PUNE**

Krushnai Warehouse, Sr.no-43/2/2 Manterwadi Uruli Devachi, Tal. Haveli Dist. Pune – 412308  
Phone: 7620653711, Mobile: 9325181849  
Email: pune@britishpaints.in

**NASIK**

Baphana Warehousing Pvt. Ltd, Gate No 103 Ambe Hills, Mumbai Agra Road, Village Jaulke Tal Dindori, Distt. Nashik – 422206  
Phone: 7620653714  
Email: nasik@britishpaints.in

**MUMBAI**

Plot No.-A 784 TTC Industrial Area Khairane Khairane Belapur Road, Navi Mumbai – 400709  
Phone: 9320933850/9324134327  
Email:: mumbai@britishpaints.in

**KOLHAPUR**

131/3, Desai Panand Sangli Phata At Post Shirol (Pulachi), Taluka Hatkanangle Distt.- Kolhapur, Maharashtra – 416122  
Email: kolhapur@britishpaints.in

**AHMEDABAD**

Godown No.7, Jamnagar Estate Behind Alfa Hotel, N.H.No.8 Aslali, Ahmedabad – 382427  
Phone: 8347816350, 9376857169  
Email: ahmedabad@britishpaints.in

**BARODA**

Industrial Casting, Block No. 4/26, BIDD Industrial Estate, Gorwa Road, Baroda – 390016  
Phone: 0265-2282050, 8920246178 & 7069026599  
Email:- baroda@britishpaints.in

**RAJKOT**

Anand Logistic & Commercial Park Godown No.09, Gam Sokkhda, Survey No.97 Tal Dist.- Rajkot, Near Sat Hanuman New 150 Ft Ring Road, Behind Transport Nagar, Rajkot Jamnagar By Pass Road Rajkot, Gujrat  
Phone: 8920246595  
Email: rajkot@britishpaints.in

**INDORE**

Dewas Naka, Behind Agarwal Talkata, Lasudia Mori, Indore – 452010  
Phone: 9300343559/9907998897  
Email: indore@britishpaints.in

\*\* Regional Distribution Centre



**BRITISH PAINTS DIVISION  
SALES DEPOTS**

**BHOPAL**

C/o Adhish Industries, 11A, J.K Road  
Industrial Area, Govindpura  
Bhopal (MP) – 462021  
Phone: 07060317060  
Email: bhopal@britishpaints.in

**KATNI**

Maihar Road, N.H. 7, Chaka, Satguru,  
Dharamkata Premises, Katni (MP) – 483501  
Phone: 08920247392  
Email: katni@britishpaints.in

**RAIPUR**

GD Warehousing, Ring Road No.2,  
Opp. Reliance Petrol Pump, Gondwara, Raipur  
Chattishgarh – 493221  
Phone: 0771- 4000640, 4000641  
Email: raipur@britishpaints.in

**BILASPUR**

Khasra No- 487/1, 487/2, Raipur Main Road  
Near High Court, Bodri Bilaspur, C.G.  
Phone: 8602192685  
Email: bilaspur@britishpaints.in

**HYDERABAD**

3-13-142/404 on Plot No 404 & 405  
Gokul Nagar, Mallapur under GHMC Kapra  
Circle, Uppal Mandal, Medchal, Malkajgiri  
District, Telangana – 500076  
Phone: 9397020914  
Email: hyderabad@britishpaints.in

**TIRUPATI**

11-15, 3rd Main Road Extension,  
Industrial Estate, Opp: CRS Gate  
Renigunta – 517506  
Phone: 9989210030  
Email: tirupati@britishpaints.in

**VIJAYWADA**

Plot No.77, Jawahar Auto Nagar  
Vijaywada – 520007, Andhra Pradesh  
Phone: 9866711786  
Email: vijaywada@britishpaints.in

**ANANTAPUR**

Sr.No 42-2, Beside Prajashakthi  
Publishers, Old VRL Godown, Bellary  
Road, Papampeta, Anantpur – 515001  
Phone: 9113904785  
Email: anantapur@britishpaints.in

**COCHIN**

Building No. 383/B/18 (Old No.6/296/D)  
Nadakkaparambil, Edayar, Binanipuram (PO)  
Ernakulam – 683502  
Phone: 0484- 2532464, 8590059083, 9349270295  
Email: cochin@britishpaints.in

**THRISSUR**

3/293, Near Jerusalem Retreat Center  
Thalore P O, Thrissur – 680306, Kerala  
Phone: 9999116832/ 0487-2430172  
Email: thrissur@britishpaints.in

**CALICUT**

Building No. 17/678 (Old No.9/156/D)  
Olavanna Bazar, Olavanna  
P.O.- Calicut – 673 019  
Phone: 0495-2430492, 8590059084,  
Email: calicut@britishpaints.in

**TRIVANDRUM**

16/78A, Parameswaram, Mudakkal  
P.O.- Venjarammoodu, Kerela – 695103  
Mobile: 82870 70018  
Email: trivandrum@britishpaints.in

**BANGALORE**

219, 11th Main, 2nd Cross, 3rd Phase, Peenya  
Industrial Estate, Bangalore – 560058  
Phone: 8088640704  
Email: blore@britishpaints.in

**HUBLI**

Shine Industries,  
Plot No. N/13, IInd Cross, Industrial Estate  
Gokul Road, Hubballi – 580030  
Phone: 0836 2200855  
Email: hubli@britishpaints.in

**JAIPUR**

A-145, Jagdamba Nagar  
Behind Herapura Power House  
Near Dasshera Maidan, Jaipur – 302021  
Phone: 0141-3153943  
Email: jaipur@britishpaints.in

**KOTA**

M/S S.S. Industries, E-28, Industrial Area  
Opp. Multimetals, Kota – 324007 (Rajasthan)  
Mobile: 8287071833  
Email: kota@britishpaints.in

**UDAIPUR**

D-41, Transport Nagar, Goverdhan Vilas  
Udaipur, Rajasthan – 313001  
Email: udaipur@britishpaints.in

**DIBRUGARH**

Dag No.-556, VILL- NIZ Lahol  
Dibrugarh East, Dibrugarh – 786010  
Phone: 8586984162  
Email: dibrugarh@britishpaints.in



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