

CORPORATE GOVERNANCE REPORT

General information about company	
Scrip code	543258
NSE Symbol	INDIGOPNTS
MSEI Symbol	NOTLISTED
ISIN	INE09VQ01012
Name of the entity	Indigo Paints Limited
Date of start of financial year	01-04-2024
Date of end of financial year	31-03-2025
Reporting Quarter	Quarterly
Date of Report	30-06-2024
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities

ANNEXURE I

Annexure I to be submitted by listed entity on quarterly basis

Disclosure of notes on composition of board of directors explanatory: Ms. Anita Jalan resigned from the Board and the Board Committees with effect from close of business hours on May 22, 2024 due to other commitments. There are no material reasons other than above mentioned reason for her resignation. Mr. Parag Jalan was appointed as an additional Non-executive & Non-independent director and inducted as the Member of Corporate Social Responsibility Committee with effect from May 22, 2024.

Whether Regular chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	Yes

i. Composition Of Board Of Director

Title (Mr./Ms)	Name of the Director	DIN	Category (Chairperson /Executive/Non-Executive/ Independent/ Nominee)	Sub Category	Initial Date of Appointment	Date of Re-appointment	Date of cessation	Tenure	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification
Mr.	Hemant Kamala Jalan	00080942	C & ED	MD	28-Mar-2000				23-Aug-1957	No		
Mr.	Narayanan kutty Kottiedath Venugopal	00296465	ED		24-Feb-2016				13-Sep-1948	No		

Mr.	Ravi Nigam	00024577	ID		28-Mar-2019	28-Mar-2019		63.04	06-Jan-1960	No		
Mr.	Sunil Badriprasad Goyal	00503570	ID		13-Nov-2014	01-Jun-2020		49.00	04-Oct-1967	No		
Mr.	Praveen Kumar Ramniranjan Tripathi	03154381	ID		13-Nov-2014	01-Jun-2020		49.00	04-Jun-1957	No		
Ms.	Anita Hemant Jalan	00085411	ED		28-Mar-2000		23-May-2024		03-Sep-1960	No		
Ms.	Sakshi Vijay Chopra	07129633	NED,ND		10-Oct-2018				24-Sep-1978	No		
Ms.	Ashwini Deshpande	00240443	ID		26-May-2023	26-May-2023		13.05	28-Oct-1966	No		
Mr.	Parag Hemant Jalan	10638804	NED		22-May-2024				24-Jul-1987	No		

Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17 (1A) of Listing Regulations]	Date of passing special resolution	No. of Directorship in listed entities including this listed entity [in reference to Regulation 17A (1)]	No of Independent Directorship in listed entities including this listed entity [With reference to proviso to regulation 17A (1)&17A(2)]	No of members in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	Membership in Committees of the Company	Remarks
	Active	NA		2	1	3	0	AC,SC,RC	
	Active	NA		1	0	1	0	SC,RC	
	Active	NA		1	1	1	0	AC,NRC	
	Active	NA		3	2	5	3	AC,NRC	
	Active	NA		1	1	1	0	AC,RC,NRC	
	Active	NA		1	0	0	0		
	Active	NA		1	0	1	0	AC	
	Active	NA		1	1	2	1	AC,SC,NRC	
	Active	NA		1	0	0	0		

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	Sunil Badriprasad Goyal	ID	Chairperson	11-Mar-2020	
2	Hemant Kamala Jalan	C & ED	Member	03-Jul-2020	
3	Sakshi Vijay Chopra	NED,ND	Member	11-Mar-2020	
4	Ravi Nigam	ID	Member	11-Mar-2020	

5	Praveen Kumar Ramniranjan Tripathi	ID	Member	05-Nov-2020	
6	Ashwini Deshpande	ID	Member	29-Jun-2023	

b. Stakeholders Relationship Committee

<i>Sr. No.</i>	<i>Name of Committee members</i>	<i>Category</i>	<i>Chairperson/Member</i>	<i>Date of Appointment</i>	<i>Date of Cessation</i>
1	Ashwini Deshpande	ID	Chairperson	29-Jun-2023	
2	Hemant Kamala Jalan	C & ED	Member	20-Oct-2020	
3	Narayanankutty KottiedathVenugopal	ED	Member	20-Oct-2020	

Company Remarks	
Whether Regular chairperson appointed	Yes

c. Risk Management Committee

<i>Sr. No.</i>	<i>Name of Committee members</i>	<i>Category</i>	<i>Chairperson/ Member</i>	<i>Date of Appointment</i>	<i>Date of Cessation</i>
1	Narayanankutty KottiedathVenugopal	ED	Chairperson	20-Oct-2020	
2	Hemant Kamala Jalan	C & ED	Member	20-Oct-2020	
3	Praveen Kumar Ramniranjan Tripathi	ID	Member	06-Aug-2021	
4	Chetan B Humane	Chief Financial Officer	Member	20-Oct-2020	

Company Remarks	
Whether Regular chairperson appointed	Yes

d. Nomination and Remuneration Committee

<i>Sr. No.</i>	<i>Name of Committee members</i>	<i>Category</i>	<i>Chairperson/Member</i>	<i>Date of Appointment</i>	<i>Date of Cessation</i>
1	Ravi Nigam	ID	Chairperson	29-Sep-2020	
2	Sunil Badriprasad Goyal	ID	Member	29-Sep-2020	
3	Praveen Kumar Ramniranjan Tripathi	ID	Member	06-Aug-2021	
4	Ashwini Deshpande	ID	Member	29-Jun-2023	

Company Remarks	
Whether Regular chairperson appointed	Yes

iii. Meeting of Board of Directors

sDate(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present (All directors including Independent Director)	No. of Independent Directors attending the meeting
09-Feb-2024		Yes	8	7	4
22-May-2024	102	Yes	8	7	4

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors present (All directors including Independent Director)	Number of Independent directors attending the meeting	Number of Members attending the Meeting (Other than Board of Directors)
Audit Committee	08-Feb-2024		Yes	6	6	4	0
Audit Committee	21-May-2024	102	Yes	6	6	4	0
Stakeholders Relationship Committee	23-Mar-2024		Yes	3	3	1	0
Risk Management Committee	23-Mar-2024		Yes	3	3	1	1
Nomination and Remuneration Committee	21-May-2024	58	Yes	4	4	4	0
Corporate Social Responsibility Committee	21-May-2024		Yes	3	3	1	0

Details of cyber security incidence

1. Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No
2. Date of the Event	
3. Brief details of the event	

v. Related Party Transactions

<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>	<i>Remark</i>
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
Disclosure of notes on related party transactions		
Disclosure of notes of material related party transactions		

Annexure 1

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