

**CORPORATE GOVERNANCE REPORT**

<b>General information about company</b>	
Scrip code	543258
NSE Symbol	INDIGOPNTS
MSEI Symbol	NOTLISTED
ISIN	INE09VQ01012
Name of the entity	Indigo paints limited
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Quarterly
Date of Report	30-06-2023
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 500 listed entities

**ANNEXURE I**

**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 kuttu Kottiedath Venugopal	00296465	ED		24-Feb-2016				13-Sep-1948	No		
Mr.	Ravi Nigam	00024577	ID		28-Mar-2019	28-Mar-2019		51.04	06-Jan-1960	No		
Mr.	Sunil Badriprasad Goyal	00503570	ID		13-Nov-2014	01-Jun-2020		37.00	04-Oct-1967	No		
Mr.	Praveen	03154381	ID		13-	01-Jun-		37.00	04-	No		

	Kumar Ramniranjan Tripathi				Nov-2014	2020			Jun-1957			
Ms.	Anita Hemant Jalan	00085411	ED		28-Mar-2000				03-Sep-1960	No		
Ms.	Nupur Garg	03414074	ID		01-June-2020	01-June-2020	04-May-2023	35.04	09-Aug-1974	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		0.05	28-Oct-1966	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 regulation 17A (1)&17A(2)]	No of memberships 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	2	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		0	0	0	0		
	Active	NA		1	0	1	0	AC	
	Active	NA		1	1	2	1	AC,SC,NRC	

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

**ii. Composition of Committees**

**a. Audit 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	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	
7	Nupur Garg	ID	Member	03-Jul-2020	04-May-2023

Company Remarks	Mr Chetan Bhalchandra Humane having PAN ABGPH4376K is a Chief Financial officer of the Company Ms Nupur Garg, Non-executive Independent Director having DIN 03414074 had resigned from the post of director with effect from May 04 2023
Whether Regular chairperson appointed	Yes

**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	Nupur Garg	ID	Chairperson	20-Oct-2020	04-May-2023
2	Ashwini Deshpande	ID	Chairperson	29-Jun-2023	
3	Hemant Kamala Jalan	C & ED	Member	20-Oct-2020	
4	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	
5	Nupur Garg	ID	Member	29-Se-2020	04-May-2023

Company Remarks	
Whether Regular chairperson appointed	Yes

iii. Meeting of Board of Directors

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 as on date of the meeting	Number of Directors present (All directors including Independent Director)	No. of Independent Directors attending the meeting
10-Feb-2023		Yes	8	8	4
21-Mar-2023	38	Yes	8	8	4
26-May-2023	65	Yes	7	7	3
29-Jun-2023	33	Yes	8	7	4

Company Remarks	
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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	10-Feb-2023		Yes	6	6	4	0
Audit Committee	26-May-2023	104	Yes	5	5	3	0
Nomination and remuneration committee	10-Feb-2023		Yes	4	4	4	0
Nomination and remuneration committee	25-May-2023	103	Yes	3	3	3	0
Corporate Social Responsibility Committee	25-May-2023		Yes	3	3	1	0
Risk Management Committee	24-04-2023		Yes	3	3	1	1

Company Remarks	
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v. **Related Party Transactions**

<b>Subject</b>	<b>Compliance status (Yes/No/NA)</b>	<b>Remark</b>
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	

**VI. Affirmations**

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**
  - b. Nomination & remuneration committee - **Yes**
  - c. Stakeholders relationship committee - **Yes**
  - d. Risk management committee (applicable to the top 1000 listed entities) - **Yes**
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**  
 b. Any comments/observations/advice of Board of Directors may be mentioned here:

NA
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**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	<b>No</b>
2. Date of the Event	
3. Brief details of the event	

**Name** : **Dayeeta Gokhale**  
**Designation** : **Company Secretary & Compliance Officer**