

## ANNEXURE I

### Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity      **-Sirca Paints India Limited**  
 2. Quarter ending              **- 31-Mar-2023**

#### **i. Composition Of Board Of Director**

Title (Mr./Ms)	Name of Director	DIN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of Cessation	Tenure	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	No. of Directorships in listed entities including this listed entity [in reference to Regulation 17A(1)]	No. of Independent Directorships in listed entities including this listed entity [in reference to proviso to Regulation 17A(1)]	No. of memberships in Audit/Stakeholder Committee(s) including this listed entity	No. of posts of Chairpersons on Audit/Stakeholder Committee held in listed entities	Membership in Committees of the Company	Remarks
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																	gulation 17 A (1)]		ncluding this student entity			
Mr.	SANJAYA GARWAL	01302479	C&ED	CEO-MD	19-Jan-2006	14-Nov-2022			05-Feb-1960	No				Active	NA		1	0	0	0		
Mr.	APOORVAGARWAL	01302537	ED		19-Jan-2006	14-Nov-2022			18-Jul-1987	No				Active	NA		1	0	1	0	AC, RC	
Mr.	GURJITSINGH BAIN	01977032	NED		19-Jan-2006	19-Jan-2006			28-May-1967	No				Active	NA		1	0	1	0	SC, NRC	

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Company Remarks	Mr. Sanjay Agarwal is the Chairman, Managing Director & CEO. Therefore, we have chosen YES for Whether Chairperson is related to MD or CEO
Whether Regular chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	Yes

## ii. Composition of Committees

### a. Audit Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	ANU CHAUHAN	ID	Member	28-Sep-2020	
2	SHYAM LAL GOYAL	ID	Chairperson	28-Sep-2020	
3	APOORV AGARWAL	ED	Member	03-Jan-2018	
4	SANJAY KAPOOR	ID	Member	03-Jan-2018	

Company Remarks	
Whether Regular chairperson appointed	Yes

### b. Stakeholders Relationship Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	ANU CHAUHAN	ID	Chairperson	28-Sep-2020	
2	GURJIT SINGH BAINS	NED	Member	03-Jan-2018	
3	SANJAY KAPOOR	ID	Member	03-Jan-2018	

Company Remarks	
Whether Regular chairperson appointed	Yes

### c. Risk Management Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	ANU CHAUHAN	ID	Chairperson	28-May-2021	
2	APOORV AGARWAL	ED	Member	28-May-2021	

3	SHYAM LAL GOYAL	ID	Member	09-Nov-2021	
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Company Remarks	
Whether Regular chairperson appointed	Yes

**d. Nomination and Remuneration Committee**

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	ANU CHAUHAN	ID	Chairperson	28-Sep-2020	
2	GURJIT SINGH BAINS	NED	Member	03-Jan-2018	
3	SANJAY KAPOOR	ID	Member	03-Jan-2018	

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)	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
11-Nov-2022	Yes	8	7	4
29-Dec-2022	Yes	8	7	4
25-Jan-2023	Yes	8	7	3
29-Mar-2023	Yes	8	8	4

Company Remarks	
Maximum gap between any two consecutive (in number of days)	62

**iv. Meeting of Committees**

Name of the Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	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	11-Nov-2022	Yes	4	4	3	0
Audit Committee	25-Jan-2023	Yes	4	4	3	0
Stakeholders Relationship Committee	11-Nov-2022	Yes	3	3	2	0

Stakeholders Relationship Committee	25-Jan-2023	Yes	3	3	2	0
Risk Management Committee	29-Mar-2023	Yes	3	3	2	0

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	74

**v. Related Party Transactions**

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

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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**VI. Affirmations**

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

**Report for the quarter ended December 31, 2022 was placed before the Board at its meeting held on January 25, 2023. The same has been noted by the Board.**

**Name :** SURAJ SINGH  
**Designation :** Company Secretary & Compliance Officer

## ANNEXURE II

**Format to be submitted by listed entity at the end of the financial year / for the whole of financial year**

<b>I. Disclosure on website in terms of Listing Regulations</b>			
<b>Item</b>	<b>Compliance status/Yes</b>	<b>Company Remark</b>	<b>Website</b>
<b>As per regulation 46(2) of the LODR:</b>			
Details of business	Yes		www.sircapaints.com
Terms and conditions of appointment	Yes		www.sircapaints.com
Composition of various committees of	Yes		www.sircapaints.com
Code of conduct of board of	Yes		www.sircapaints.com
Details of establishment of vigil mechanism/	Yes		www.sircapaints.com
Criteria of making payments to non-	Yes		www.sircapaints.com
Policy on dealing with related party	Yes		www.sircapaints.com
Policy for determining 'material' subsidiaries	Not		
Details of familiarization programs imparted	Yes		www.sircapaints.com
Email address for grievance redressal and other relevant details entity who are	Yes		www.sircapaints.com
Contact information of the designated	Yes		www.sircapaints.com
Financial results	Yes		www.sircapaints.com
Shareholding pattern	Yes		www.sircapaints.com
Details of agreements entered into with the media companies and/or their associates	Not Applicable		
Schedule of analyst or institutional investor meet and presentations made by the listed	Yes		www.sircapaints.com
New name and the old name of the listed	Not		
Advertisements as per regulation 47 (1)	Yes		www.sircapaints.com
Credit rating or revision in credit rating	Not		
Separate audited financial statements of	Yes		www.sircapaints.com
<b>As per other regulations of the LODR:</b>			
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.sircapaints.com
Materiality Policy as per Regulation 30	Yes		www.sircapaints.com
Dividend Distribution policy as per	Yes		www.sircapaints.com
It is certified that these contents on the	Yes		www.sircapaints.com
<b>II Annual Affirmations</b>			
<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status/Yes</b>	<b>Company Remark</b>
Independent director(s) have been appointed in terms of specified criteria of 'independence' and Board composition	16(1)(b) & 25(6)	Yes	
Meeting of Board of directors	17(1), 17(1A) & 17(1B)	Yes	
Quorum of Board meeting	17(2)	Yes	
Review of Compliance Reports	17(2A)	Yes	
Plans for orderly succession for appointments	17(3)	Yes	
Code of Conduct	17(4)	Yes	
	17(5)	Yes	



<i>Fees/compensation</i>	17(6)	Yes	
<i>Minimum Information</i>	17(7)	Yes	
<i>Compliance Certificate</i>	17(8)	Yes	
<i>Risk Assessment &amp; Management</i>	17(9)	Yes	
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes	
<i>Recommendation of Board</i>	17(11)	Yes	
<i>Maximum number of directorship</i>	17A	Yes	
<i>Composition of Audit Committee</i>	18(1)	Yes	
<i>Meeting of Audit Committee</i>	18(2)	Yes	
<i>Composition of nomination &amp; remuneration committee</i>	19(1) & (2)	Yes	
<i>Quorum of Nomination and Remuneration Committee meeting</i>	19(2A)	Yes	
<i>Meeting of nomination &amp; remuneration committee</i>	19(3A)	Yes	
<i>Composition of Stakeholder Relationship Committee</i>	20(1), 20(2) and 20(2A)	Yes	
<i>Meeting of stakeholder relationship committee</i>	20(3A)	Yes	
<i>Composition and role of risk management committee</i>	21(1), (2), (3), (4)	Yes	
<i>Meeting of Risk Management Committee</i>	21(3A)	Yes	
<i>Vigil Mechanism</i>	22	Yes	
<i>Policy for related party Transaction</i>	23(1), (1A), (5), (6)	Yes	
<i>Prior or Omnibus approval of Audit Committee for all</i>	23(2), (3)	Yes	
<i>Approval for material related party transactions</i>	23(4)	Not Applicable	
<i>Disclosure of related party transactions on consolidated basis</i>	23(9)	Yes	
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Not Applicable	
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	24(2), (3), (4), (5) & (6)	Yes	
<i>Annual Secretarial Compliance Report</i>	24(A)	Yes	
<i>Alternate Director to Independent Director</i>	25(1)	Not Applicable	
<i>Maximum Tenure</i>	25(2)	Yes	
<i>Meeting of independent directors</i>	25(3) & (4)	Yes	
<i>Familiarization of independent directors</i>	25(7)	Yes	
<i>Declaration from Independent Director</i>	25(8) & (9)	Yes	
<i>D &amp; O Insurance for Independent</i>	25(10)	Yes	
<i>Memberships in Committees</i>	26(1)	Yes	
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)	Yes	
<i>Disclosure of Shareholding by Non-Executive Directors</i>	26(4)	Yes	

<i>Policy with respect to Obligation of directors and senior management</i>	<i>26(2) &amp; 26(5)</i>	Yes	
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<b>Other Information</b>	
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### III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Not Applicable**

<b>Other Information</b>	
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**Name** : **SURAJ SINGH**  
**Designation** : **Company Secretary & Compliance Officer**

**ANNEXURE IV**

%symbol%	%companyName%	%quarterEnded%
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**(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to**

Aggregate amount advanced during six months				Balance outstanding at the end of six months			
<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>	<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>
0	0	0	0	0	0	0	0

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

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
<i>Promoter or any other entity controlled by them</i>	NA	0	0
<i>Promoter Group or any other entity controlled by them</i>	NA	0	0
<i>Directors (including relatives) or any other entity controlled by them</i>	NA	0	0
<i>KMPs or any other entity controlled by them</i>	NA	0	0

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

Entity	Type of Security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	NA	0	0
Promoter Group or any other entity controlled by them	NA	0	0
Directors (including relatives) or any other entity controlled by them	NA	0	0
KMPs or any other entity controlled by them	NA	0	0

**(D) If the Listed Entity would like to provide any other information the same may be indicated here**

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#### Affirmations

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

#### Company Remarks in case of non-compliant status

There are no loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company during the six months ended March 31, 2023.

**Name:** SHALLU

**Designation:** Chief Financial Officer

**Place:** DELHI

**Date:** 19-Apr-2023