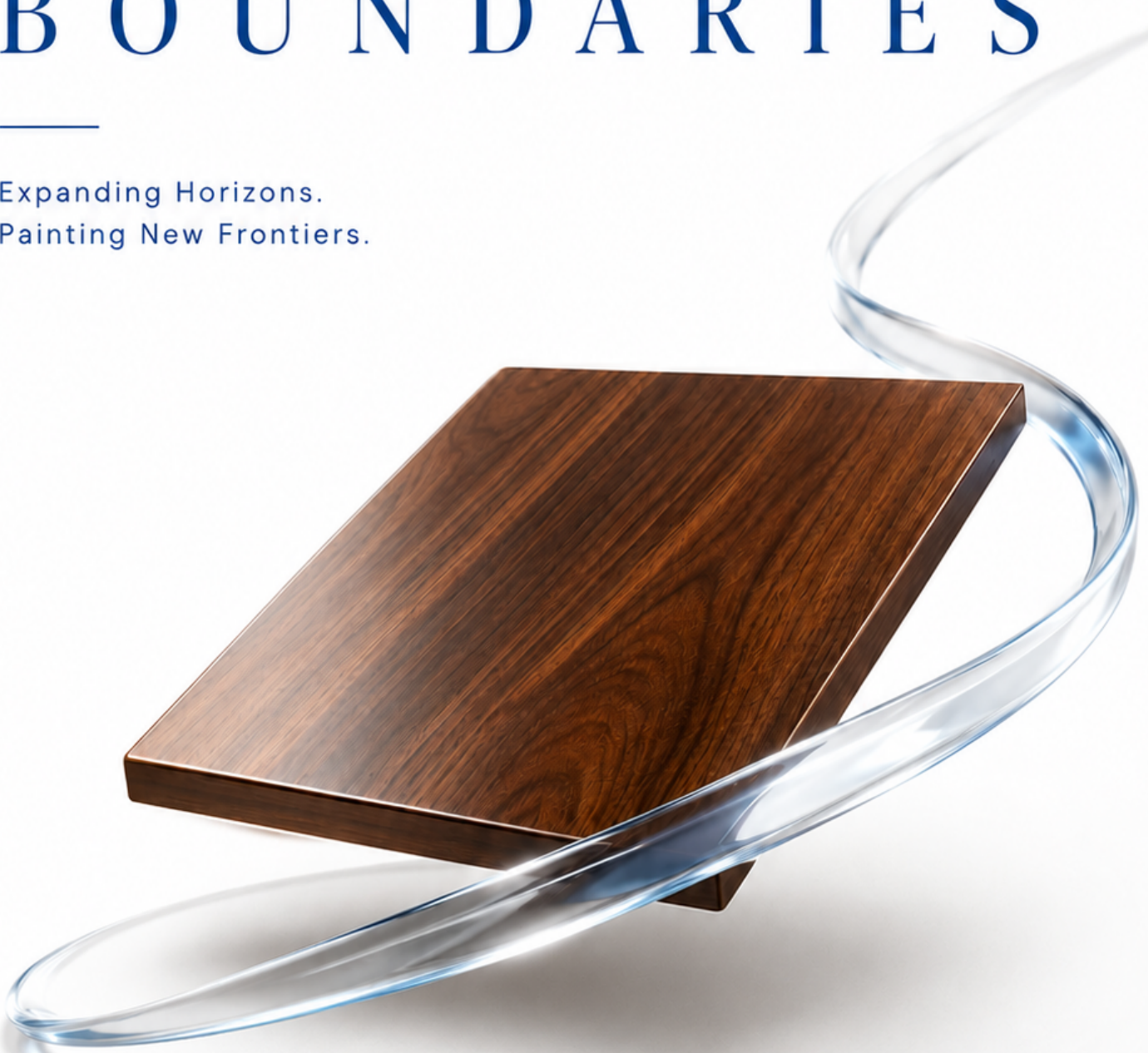


BEYOND BOUNDARIES

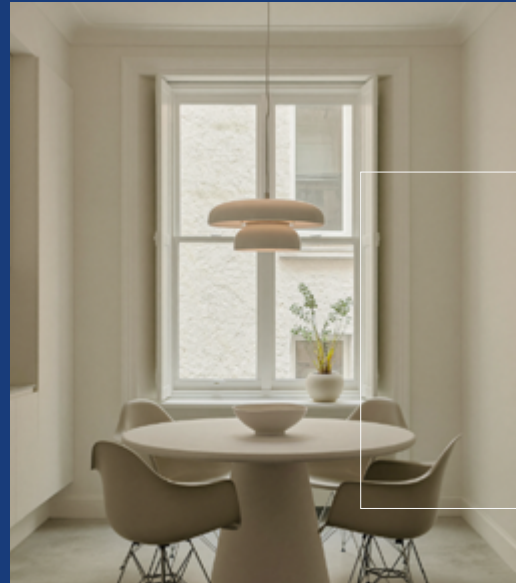
Expanding Horizons.
Painting New Frontiers.



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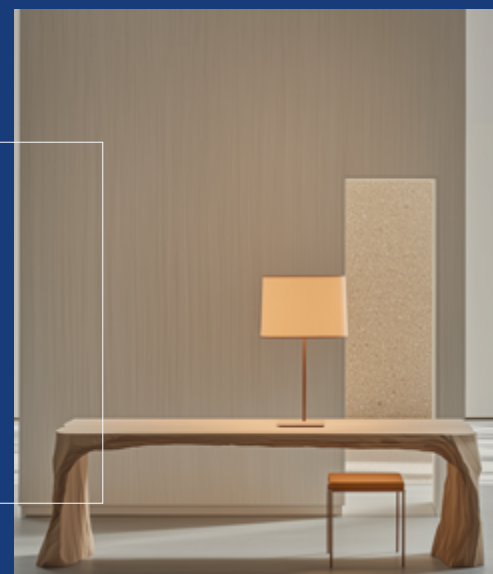
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Business
Responsibility
& Sustainability
Report



 www.sircapaints.com

To read or download this report,
or for any other information



Scan this code to check the report on
your hand-held screen



Directors

Mr. Sanjay Agarwal
(Chairman & Managing Director)

Mr. Apoorv Agarwal
(Joint Managing Director)

Mr. Gurjit Singh Bains
(Non-Executive Director)

Mr. Guido Scappini
(Non-Executive Director)

Mr. Sanjay Kapoor
(Non-Executive Independent Director)

Mr. Aman Arora
(Non-Executive Independent Director)

Mrs. Anu Chauhan
(Non-Executive Independent Director)

Mr. Shyam Lal Goyal
(Non-Executive Independent Director)

Key Managerial Personnel

Mrs. Shalu Arora
(Chief Financial Officer)

Mr. Hira Kumar
(Company Secretary & Compliance Officer)

ELEGANCE
ENGINEERED.

Committee

Chairperson

Members

Audit Committee	Mr. Aman Arora (Chairperson)	Mrs. Anu Chauhan Mr. Sanjay Kapoor Mr. Shyam Lal Goyal
Nomination & Remuneration Committee	Mrs. Anu Chauhan (Chairperson)	Mr. Sanjay Kapoor Mr. Aman Arora
Stakeholders Relationship Committee	Mr. Aman Arora (Chairperson)	Mrs. Anu Chauhan Mr. Sanjay Kapoor
Corporate Social Responsibility Committee	Mr. Sanjay Agarwal (Chairperson)	Mrs. Anu Chauhan Mr. Apoorv Agarwal
Risk Management Committee	Mrs. Anu Chauhan (Chairperson)	Mr. Aman Arora Mr. Shyam Lal Goyal

Role

Name / Firm

Address / Contact

Statutory Auditor	M/s Rajesh Kukreja & Associates	211, LSC Pocket-B, Ashok Vihar Phase-III, Delhi – 110052 ca.rk@hotmail.com +91-9999680099
Internal Auditor	M/s S Mahajan & Co.	B-34, Bijli Apartments, Gujranwala Town, GT Kar- nal Road, Delhi – 110009 ca.smahajan@gmail. com +91-9810902025
Secretarial Auditor	M/s Pravesh Kumar & Associates	C-26, Lawrence Road, Keshav Puram, Delhi – 110035 cspravesh@gmail.com +91-8802695515
Cost Auditor	PAN & Associates	Address: 1/44, 1st Floor, Gurudwara Road, Lalita Park, Laxmi Nagar, Delhi -110092 E-mail: info@panllp.com PH: +91-9654409463
Registrar & Share Transfer Agent	KFin Technologies Limited	Selenium Tower-B, Plot No 31 & 32, Gachibowli,- Financial District, Nanakramguda, Serilingampally, Hyderabad – 500032, Telangana
Banker	ICICI Bank	Netaji Subhash Place Branch, 1st Floor, Plot No. C9, Pearl Best Height II, New Delhi – 110034

Registered Office

Sirca Paints India Limited
G-82, Kirti Nagar, New Delhi – 110015
CIN: L24219DL2006PLC145092

+91 11-42083083

Email: info@sircapaints.com

Website: www.sircapaints.com

BEYOND THE SURFACE

At Sirca, we believe every surface holds untapped potential. Our coatings go far beyond color — they protect, preserve, and perfect. From the finest wood grain to bold architectural facades, we cover it all. Decades of Italian craftsmanship refined for India's diverse landscape. Because true beauty is not just seen — it is built to last.



Year at a Glance

A Year of Expansion, Integration, and Accelerated Growth

FY 2025-26 marked a defining chapter in Sirca Paints India Limited's growth journey as the Company successfully translated its acquisition-led strategy into accelerated business performance. The integration of the Wembley and Welcome brands strengthened Sirca's position across the entire coatings value chain, enabling the Company to serve customers from economy to luxury segments through a diversified multi-brand portfolio.

The operationalization of the dedicated Wembley manufacturing facility enhanced production capabilities, improved supply-chain efficiencies, and unlocked significant cross-distribution synergies. Simultaneously, the launch of Valentino expanded Sirca's presence in the fast-growing mass-premium polyurethane coatings segment, bridging the gap between premium and mid-market offerings.

Supported by deeper penetration across Tier-2 and Tier-3 markets, an expanding dealer network, and stronger OEM relationships, Sirca delivered revenue growth of 31.79%, reaching ₹492.48 crore during FY26, significantly outperforming broader industry growth trends.

A Heritage of Quality and Trust

Beyond financial performance, FY26 reinforced Sirca's enduring commitment to craftsmanship, innovation, and customer trust. Built upon decades of Italian coating expertise and strengthened by local manufacturing excellence, the Company continued to create value through superior product quality, sustainable formulations, and industry-leading technical support.

The upgraded Sirca Parivaar Pro platform connected more than 25,000 contractors nationwide, creating a digitally enabled ecosystem that strengthens engagement, loyalty, and knowledge sharing across the value chain. Through partnerships with architects, designers, OEMs, and applicators, Sirca continued to shape modern Indian interiors while preserving the quality standards that define its legacy.

*BEYOND BOUNDARIES:
EXPANDING HORIZONS,
PAINTING NEW FRONTIERS.*



A New Horizon Emerges

FY26 marked the emergence of Sirca as a comprehensive multi-brand coatings platform serving every major customer segment—from ultra-luxury architectural finishes to Mass-Market coating solutions. With the successful integration of Wembley and Welcome, the launch of Valentino, and ongoing technology transfer initiatives from Italy, Sirca expanded both its market relevance and competitive advantage.

The Company strengthened its position as one of India's leading premium wood coatings players while laying the foundation for future growth in acrylic, polyester, waterborne, and specialty coating technologies. This transformation signals the beginning of a new era where scale, innovation, and market reach converge to create long-term stakeholder value.

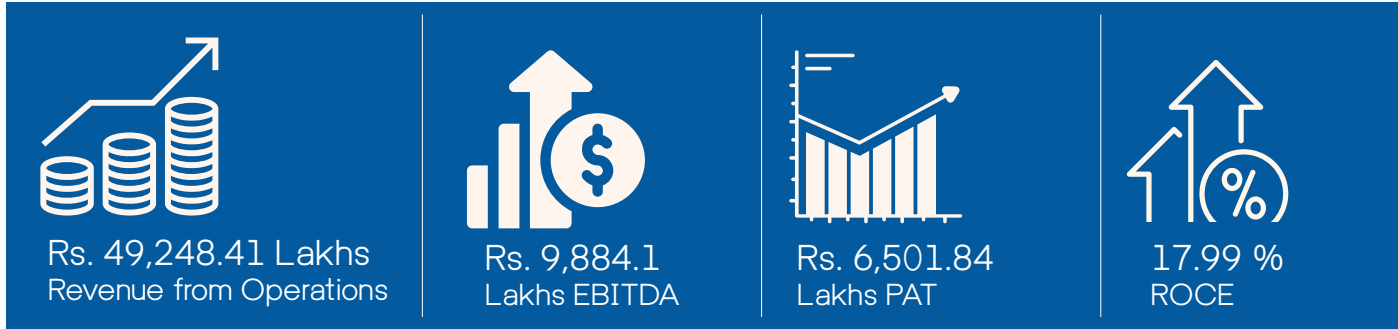
The Path Forward: Driving Sustainable Growth

Looking ahead, Sirca is well-positioned to capitalize on the structural growth opportunities emerging from India's housing, furniture, and interior infrastructure sectors. The Company will continue investing in advanced manufacturing, technology localization, premium product development, and distribution expansion to strengthen its leadership position.

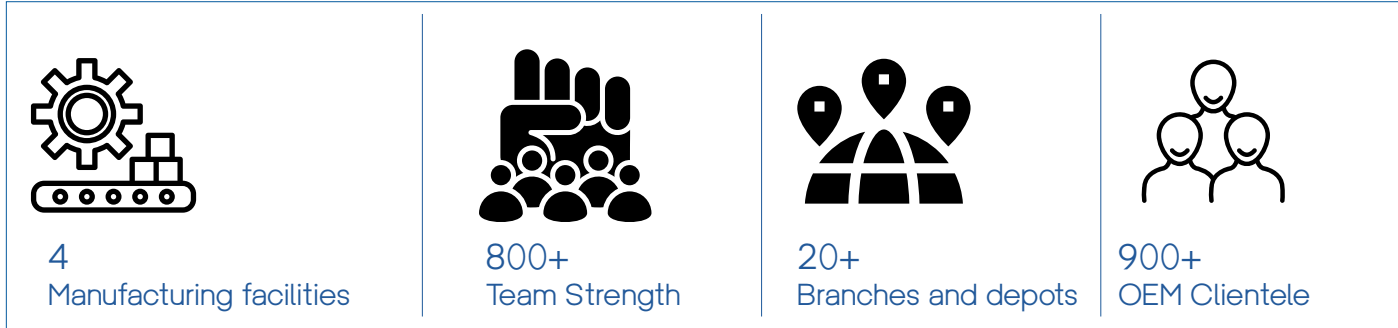
Key priorities for FY27 and beyond include expanding the Valentino product portfolio, accelerating Italian formula localization, enhancing OEM partnerships, exploring export opportunities, and deepening penetration across high-growth markets. With a broader portfolio, stronger manufacturing base, and digitally connected ecosystem, Sirca remains committed to delivering sustainable growth, operational excellence, and innovation-driven value creation for all stakeholders.

FY 2025-26 Highlights

FINANCIAL PERFORMANCE



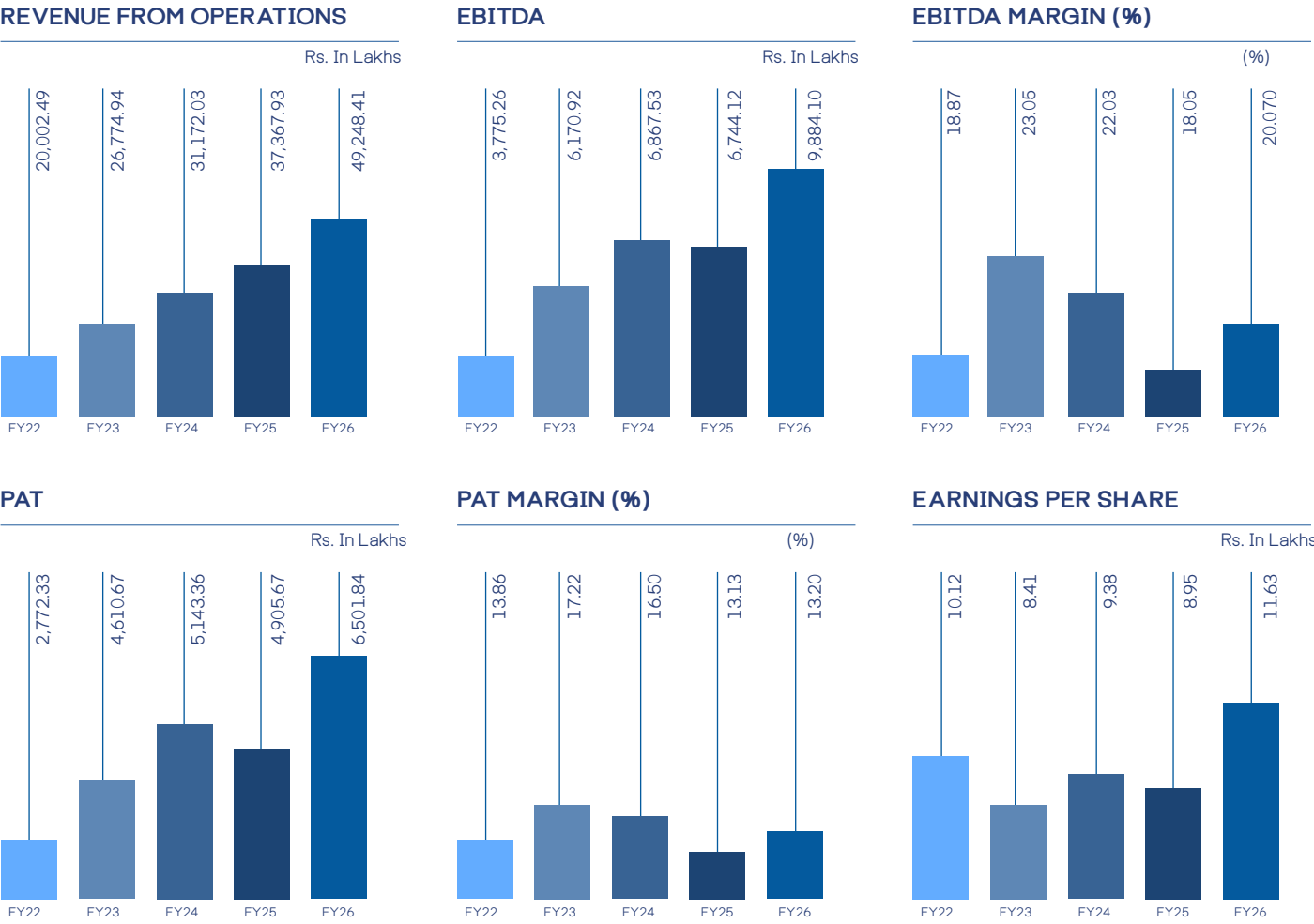
COMPANY OVERVIEW



KEY BUSINESS METRICS



Financial Performance By the numbers



Chairman and Managing Director's Message



"FY26 was a year of transformation — where Sirca outperformed a subdued paints industry through differentiated positioning, strategic boldness, and the enduring strength of Italian craftsmanship."

Dear Shareholders,

It gives me great pride to address you at the close of FY26 — a year in which Sirca Paints India Limited delivered its strongest performance to date, even as the broader paints industry navigated a challenging demand environment. While the major industry players grew revenues in the low to mid single digits (3–6%) in FY26, Sirca grew revenues by 31.79% to ₹492.48 crore, EBITDA by 46.62% to ₹98.88 crore, and Profit After Tax by 32.48% to ₹65.05 crore. The Board has recommended a final dividend of ₹2 per share, reflecting our confidence and commitment to your trust.

These results did not happen by accident. They are the outcome of a deliberate strategy built on premium positioning, Italian-technology backed innovation, and a deepening pan-India distribution network.

The Wood Coatings Industry: Moderate Near-Term, Powerful Long-Term

India's wood coatings market — valued at approximately USD 700 million in 2024 — is on a firm structural growth path, projected to expand at a CAGR of over 10% through 2030. The demand environment in FY26 remained moderate in pockets, shaped by unorganised competition and consumer sentiment softness in certain geographies. Yet the long-term tailwinds are unmistakable and accelerating.

India's furniture market, valued at USD 25 billion in 2025 and projected to reach USD 40 billion by 2031, is increasingly shifting toward organised, branded, and factory-finished formats — with wood commanding nearly 60% of material share. The expansion of retailers like IKEA, Godrej Interio, and Pepperfry, alongside the rapid scaling of modular kitchens and wardrobes, is driving consistent demand for high-performance coating systems. The PM Awas Yojana-led housing boom and the surge in premium residential and commercial construction are further fuelling demand for quality interior wood finishes — from doors and panels to cabinetry and flooring.

Technology, too, is evolving decisively. **Acrylic coatings** are the fastest-growing segment within premium wood finishes, preferred for their non-yellowing properties, low-VOC formulations, and superior aesthetics. **Waterborne and UV-cured systems** are gaining rapid traction, supported by growing environmental awareness and regulatory compliance requirements. Simultaneously, the formalisation of India's furniture manufacturing ecosystem including BIS quality mandates is rewarding organised, compliant players and creating a more level competitive field. These trends align precisely with Sirca's portfolio direction and product philosophy.

A Transformational Year for Sirca

FY2025-26 was more than a strong financial year — it was a year of strategic transformation. The **acquisition of the Wembley brand**, established in 1961 and trusted for over six decades for its NC sealers, lacquers, enamels, and thinners, was the defining move of the year. With the new dedicated Wembley manufacturing facility now fully operational, we have **extended our portfolio from super-luxury Italian finishes** all the way to the **mass and mid-premium** market — enabling Sirca to address the entire wood coatings spectrum. The cross-distribution synergies between Sirca's nationwide premium network and Wembley's deep North India footprint represent a compelling growth engine for the years ahead.

On technology, we made significant progress on our **Italian formula transfer** initiative for acrylic and polyester systems, a move that will strengthen localisation, improve cost economics, and deepen our manufacturing integration. The **Wembley Valentino** brand — our luxury PU wood finishes range — was successfully launched, and we are evaluating **export opportunities**, particularly in polyurethane-based coatings, to begin building international channel partnerships.

Our **distribution network** expanded meaningfully during FY26, with continued Tier-2 and Tier-3 city penetration through new branches,

depots, dealer appointments, and Sirca Studios. The upgraded **Sirca Parivaar Pro loyalty** platform now counts **25,000+ contractors registered** with over **20,000 average daily product scans**, creating a digitally-connected ecosystem that drives brand loyalty across the channel. Our engagement with architects and designers reached new heights — including the Sirca Specialista Iceland Expedition for 60 architect couples, participation at India Wood Bangalore, and strategic editorial partnerships with Architectural Digest and Elle Decor.

Looking Ahead

As I look to FY27, I do so with conviction. The structural tailwinds — urbanisation, the housing cycle, premiumisation of consumer preferences, organised furniture growth, and the deepening influence of design professionals — are all compounding. We enter the new year with a broader portfolio, stronger manufacturing, wider distribution, and a clearer **strategic identity as India's most aspirational, multi-brand coatings platform**. Our OEM relationships with 900+ clients, including Godrej, Space Wood, MAS Furniture, and Jindal Stainless, remain a key strategic pillar as India's modular furniture and institutional markets continue to scale.

I want to close by expressing my sincere gratitude — to you, our shareholders, for the confidence you place in us; to our 800+ team members who bring this vision to life with passion and precision; and to our principal Sirca S.p.A. in Italy, whose global technology and decades of innovation continue to be the foundation of our competitive advantage. FY26 has set a new benchmark. We are ready to build on it.

Warm regards,
Sanjay Agarwal
Chairman & Managing Director
Sirca Paints India Limited

About Us

"Where every boundary crossed becomes a new frontier to lead."

There are companies that grow within boundaries, and then there are companies that grow by erasing them. Sirca Paints India Limited has always belonged to the second kind. From Italian workshops to Indian living rooms, from a single premium wood coatings range to a full-surface solutions portfolio spanning five brands, from a regional footprint to a pan-India presence across 20+ branches and 4,000+ distribution points - Sirca has never accepted the map it was handed.

FY 26 is the year Sirca steps fully into the new terrain it has staked out. With the Wembley Group integration deepening, the state-of-the-art consolidated manufacturing facility coming alive, new geographies opening up, and an expanded brand portfolio serving every price point and application - the boundaries that once defined this company have been left far behind.



Who We Are?



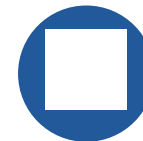
Sirca Paints India Limited traces its origins to the globally respected Italian brand Sirca, established in 1973 as part of the Durante Group - a lineage rooted in the craftsmanship, precision, and design sensibility that Italy is celebrated for worldwide.



When Sirca entered the Indian market as an exclusive licensee in the early 2000s, it brought with it not just superior products but an entirely new standard for what premium wood coatings could be in India.



Incorporated in 2006 and listed on both NSE and BSE, Sirca Paints India Limited has grown over two decades into one of India's most trusted names in premium coatings. The company's journey has been defined by a steady willingness to expand - in products, in geography, in ambition.



The landmark acquisition of the Wembley Group (comprising Wembley Paints and Chemicals, Indo Wembley Paints Private Limited, and Wembley Sales Corporation) along with the Welcome brand from New Wembley Products LLP in FY 2024 - 25 marked a transformational leap - broadening Sirca's portfolio to include enamels, thinners, wall paints, and specialty coatings, and dramatically deepening its pan-India distribution footprint.

Vision, Mission & Core Values



Vision

- To become an industry leader of paints and coating solutions in India - setting the benchmark for quality, innovation, and sustainable growth.



Mission

- To provide technologically advanced and innovative paint and coating solutions to our customers.
- To transform dreams into reality, by catering to the growing needs and desires of every Indian household.

Core Values



Quality & Excellence

Delivering premium paint and coating solutions leveraging European R&D, tailored to India's climatic and aesthetic needs. This commitment underpins every product, process, and interaction.



Innovation

Continuous investment in R&D enables Sirca to pioneer advanced coatings - waterborne PU, low-VOC finishes, and specialized textures - that align with evolving customer and market demands.



Sustainability

Eco-friendly formulations, reduced carbon and water footprints, and support for green building standards are not just practices - they are embedded principles. Sirca's governance actively oversees sustainability goals.



Integrity & Good Governance

A robust Board and committee structure ensures ethical conduct, transparency, and compliance with national and international standards, with strict policies on stakeholder relations and employee well-being.



Inclusivity and Social Responsibility

Fostering a diverse, equitable, and respectful workplace while driving meaningful change through strategic CSR initiatives. Sirca is dedicated to enhancing the well-being of local communities, with a purposeful focus on uplifting vulnerable groups.



People-Centric Growth

Belief in nurturing talent and fostering a culture where every individual is valued, contributing to both the company's mission and the larger societal good.



Customer Trust

Building dependable relationships is at the heart of Sirca's philosophy - demonstrated through after-sales support, technical guidance, and transparency across all dealings.



Distribution Network
4,000+ Dealers

OEM Clients
900+

Global Presence
Nepal & Sri Lanka

Today, Sirca Paints India Limited is far more than a wood coatings company. It is a full-surface solutions partner - serving architects, interior designers, OEM manufacturers, retail dealers, and homeowners across every segment of the market, from luxury Italian finishes to accessible Mass-Market brands. A distribution network of over 4,000+ dealers, 900 OEM clients, and an international presence in Nepal and Sri Lanka - Sirca stands at the threshold of a new era.

Our Journey

From a single Italian licence to a pan-India multi-brand coatings company — Sirca's journey has been anything but ordinary.

Every boundary Sirca has crossed was first a milestone someone decided to set. From a 1973 Italian workshop to a pan-India coatings powerhouse targeting ₹1,000 crore by FY30 - this is the story of a company that has treated every endpoint as a starting point.



ERA 01 ITALIAN ORIGINS



1973

Sirca Founded in Italy - The Durante Group

The Sirca brand is established in Italy under the Durante Group, specialising in premium wood coatings. The brand rapidly earns recognition for its Italian craftsmanship, technical precision, and superior formulations - building a legacy that would eventually travel the world.



1973–2000

Global Expansion - 85+ Countries

Sirca S.p.A. Italy expands its footprint across 85+ countries worldwide, with two state-of-the-art production plants and over 800 employees. Over 20% of its workforce is dedicated to technical and R&D roles, cementing Sirca's position at the frontier of wood coatings innovation.

ERA 02 INDIAN ENTRY



Early 2000s

Sirca Enters India as Exclusive Licensee

Sirca S.p.A. Italy enters the Indian market through an exclusive licensee arrangement, bringing Italian wood coatings expertise to India for the first time. The company began importing Polyurethane Polish (PU) products from Italy - the foundational product that would define the Indian business. India becomes Sirca's most significant international market.



Early 2000s

First to Launch Wood Filler in India

The India entity achieves a product milestone - becoming the first company to launch wood filler in India. It also opened wholly owned branches in Mumbai and Chennai, establishing an early pan-India physical presence and signalling its ambition to go beyond the northern market.

ERA 03 FOUNDATION YEARS



2006–2015

Building the North India Leadership Position

Through the 2000s and early 2010s, the company established dominant market leadership in premium wood coatings across North India. Revenue grew from ₹29 crore (FY12) to ₹65 crore (FY15), with expanding relationships with prestigious OEM clients including JSL Lifestyle, Spacewood, Alsorg Interiors, and Magpie.



2017

Name Change - Sirca Paints India Private Limited

The company's name was changed to 'Sirca Paints India Private Limited' on 3rd May 2017, aligning the corporate identity more closely with the internationally recognised Sirca brand. This prepares the ground for the public listing that would follow.



2018

Conversion to Public Limited Company

The company converts from a private limited to a public limited company and is rechristened 'Sirca Paints India Limited' on 17th January 2018 - marking the beginning of its transition from a closely held enterprise to a publicly accountable, capital-market-oriented business.

ERA 04 CAPITAL MARKET ERA



2018

IPO - Listed on NSE SME Emerge Platform

Sirca Paints India Limited launches its Initial Public Offering (IPO) with a price band of ₹160 per share. Bidding runs from 16th–22nd May 2018, and the shares are listed on the NSE SME Emerge platform on 30th May 2018. The IPO raises ₹77.91 crore - capital deployed 100% towards stated objectives. This listing transforms Sirca from a private enterprise into a publicly accountable, investor-facing company.



2018–2020

Manufacturing Scale-Up - Sonipat Facility

Sirca establishes and expands its state-of-the-art manufacturing plant at Sonipat, Haryana - a milestone that marks the transition from a pure importer-distributor to a manufacturer. The Sonipat facility begins production of melamine, NC products, and economical PU, while a separate wall paints and putty facility is established in the NCR region.



2021

Migration to NSE & BSE Main Board

After three years of strong performance on NSE SME, Sirca Paints migrates to the NSE and BSE Main Board - a defining step that expands its investor base, increases liquidity, and elevates governance standards. The BSE Scrip Code 543686 is assigned. Sirca now trades on India's two premier exchanges, accessible to all categories of investors including institutional funds.



2021–2022

Resin Manufacturing Line & D'Aqua PU Launch

Sirca commissions an in-house resin manufacturing line at the Sonipat facility - a significant step toward backward integration and raw material cost control. The company also launches 'D'Aqua PU', a new water-based coatings range that strengthens its eco-friendly product credentials and opens access to the growing sustainable coatings segment.

2023

Bonus Issue - 1:1 Share Allotment

The Board of Directors approves and allots 2,74,04,400 bonus equity shares on 12th May 2023 in the ratio of 1:1 - effectively doubling the number of shares in circulation, rewarding shareholders and improving stock liquidity.

FY23-24

Oikos Partnership - Premium Italian Eco-Finishes

Sirca enters an exclusive distribution agreement with Oikos S.p.A., a prestigious Italian brand renowned for eco-friendly decorative and solid colour finishes. The partnership also includes a future provision for in-India manufacturing of five high-value Oikos products - Ultrasaten, Supercolor, Rasokol, Il Primer, and BLANKOR - products with A+ air quality certification, leveraging Oikos's presence in 80+ countries.

FY24-25

Landmark Acquisition - Wembley Group & Welcome Brand

Sirca completes the transformational acquisition of the Wembley Group along with the Welcome brand from New Wembley Products LLP. The acquisition expands Sirca's portfolio to include enamels, thinners, wall paints, and specialty coatings - fundamentally changing the character of the business from a premium wood coatings specialist to a full-surface solutions company.

FY25-26

Sirca extended its Italy agreement to 2041 with technology transfer for local manufacturing and launched the Valentino PU sub-brand under Wembley.

ERA
05
ERA
TRANSFORMATION

Every milestone in this journey has been a boundary crossed. Every boundary crossed has revealed a bigger canvas - and a bolder vision of what Sirca can become.



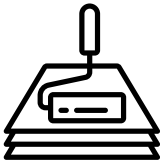
Brand Portfolio

MANY BRANDS. ONE CANVAS.

From Italian luxury to Indian Mass-Market - Sirca covers every surface and every price point.



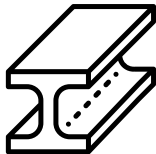
Product Portfolio



Wood Coatings:
PU, acrylic, metallic, and water-based options, acclaimed for scratch resistance, chemical durability, and UV fastness.



Wall Paints:
Emulsions, textures, and weatherproof finishes that meet contemporary architectural aspirations.



Metal, Glass & Specialty Coatings:
Sophisticated solutions for design-centric and industrial applications.

Brand Profiles

SIRCA

Your Italian Autograph - Premium Italian Wood, Metal & Glass Coatings

Premium | Luxury | Wood Coatings | Wall Paints | Metal | Glass

Sirca is the flagship brand of Sirca Paints India Ltd., operating under an exclusive license from Sirca S.p.A., Italy (Durante Group). It is a leading premium wood coatings brand in North India, known for superior finish, durability, and performance suited to Indian conditions. The brand caters to architects, OEMs, luxury homes, hospitality, and high-end interiors.

Key segments

- Wood coatings (PU, acrylic, polyester, UV, NC, stains, effects)
- Wall paints (emulsions, textures, putty)
- Glass and metal coatings

OIKOS

Premium Italian Eco-Finishes - Solve the Problems Others Ignore

Ultra-Luxury | Eco-Friendly | Decorative | Architectural

Oikos is an exclusive distribution partnership with Oikos S.p.A., Italy (est. 1984), a global leader in eco-friendly, low-VOC luxury wall paints and textures, present in 80+ countries. In India, it is positioned as an ultra-premium offering for architects, designers, and luxury projects.

Key segments

- Premium emulsions (A+ certified, zero odour)
- Luxury textured coatings (interior & exterior)
- Functional finishes (water-repellent, anti-mould, anti-abrasion)

WEMBLEY

Trusted Mid-Market Coatings - A Legacy Brand with National Reach

Mid-Market | Enamels | Specialty Coatings | PU | Institutional & Retail

Wembley, acquired in FY25 through the Wembley Group, adds a trusted legacy brand with strong distributor networks across MP, Gujarat, South India, and East India. It expands Sirca's reach into the mid-market segment and broadens its customer base.

Key segments

- Enamel paints
- Industrial & protective coatings
- Mid-market PU wood coatings
- Established dealer network across key regions

VALENTINO

New FY26 Launch - Premium PU Coatings for Furniture & Interiors

Mass-Premium | PU Coatings | Furniture | Interior Design Segment

Valentino, launched in Q2 FY26 under Wembley, is a premium sub-brand focused on the mass-premium PU furniture coatings segment. It bridges the gap between luxury Sirca and mid-market Wembley, targeting furniture makers, designers, and premium dealers.

Key segments

- Premium PU coatings for furniture & interiors
- Applications in cabinets, doors, windows, hotels, furniture factories
- Positioned between luxury and mid-market categories

WELCOME

Trusted Thinners & Reducers - Enabling Every Paint Application

Mass-Market | Thinners | Reducers | Retarders | Industrial

Welcome, acquired in FY25, is a trusted brand in thinners and reducers- an essential, high-repeat category in the paints industry. Known for consistency and reliability, it serves painters, contractors, and industrial users nationwide

Key segments

- Thinners
- Reducers
- Retarders
- Paint removers

UNICO

Quality for Every Budget - Mass-Market Wood Coatings

Economy | Wood Coatings | NC | Melamine | Entry-Level PU

Unico is Sirca's Mass-Market wood coatings brand, created for value-conscious customers such as small furniture makers, carpenters, contractors, and tier-2/3 market OEMs. It helps Sirca cater to the broader Indian market beyond premium segments.

Key segments

- NC coatings
- Melamine coatings
- Economical PU coatings
- Thinners

Brand Price Spectrum - Coverage across every tier

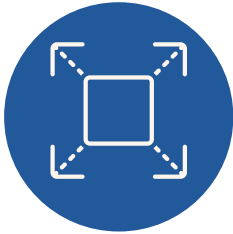
Sirca's brand architecture is deliberately designed to leave no segment unserved. The six-brand portfolio covers the full price spectrum - from ultra-luxury Italian eco-finishes to entry-level economy wood coatings - ensuring Sirca can compete for and win every relevant customer regardless of budget.

Tier	Brand	Category / Products	Target Customer
Ultra-Luxury	Oikos 	Eco-friendly Italian solid colour finishes, luxury wall textures, Ultrasaten, Supercolor, Rasokol, Il Primer, BLANKOR	High-end architects, luxury residential
Premium	Sirca 	PU coatings (solvent + waterborne), acrylic PU, UV, polyester, metallic, glass & metal coatings, wall paints (19 SKUs)	OEMs, premium furniture, hospitality, designers
Mass-Premium	Valentino (PU) 	New Wembley sub-brand - premium PU coatings for furniture & interior segment	Premium furniture makers, interior segment
Mid-Market	Wembley 	Enamels, specialty coatings, PU coatings, protective coatings	Retail dealers, small contractors, industrial
Mass-Market	Welcome 	Thinners, reducers, retarders, paint removers, interior finishing products	Painters, contractors, industrial users
Economy	Unico 	Nitrocellulose (NC) coatings, melamine, economical PU - price-sensitive segment	Value-conscious consumers, small OEMs

Business Model

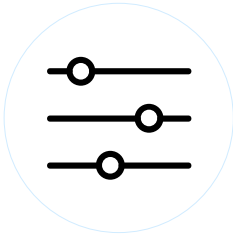
Sirca Paints India Limited operates a vertically integrated, multi-brand coatings business that spans the full spectrum - from premium luxury Italian-origin finishes to accessible, Mass-Market brands. The business model rests on five interlocking pillars that together create a durable competitive advantage: product diversification, geographic expansion, manufacturing excellence, digital engagement, and sustainability leadership.

Strategic Pillars



Broadening the Canvas

Integrating Wembley Group's enamels, thinners, and wall paints with Sirca's premium wood coatings and Oikos eco-finishes to become a true full-surface solutions company serving every segment.



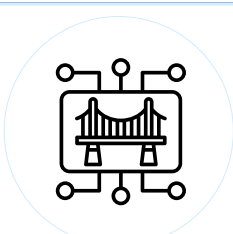
Locally Tuned, Regionally Scaled

Growing market share in Madhya Pradesh, Gujarat, South India, and East India - the four high-potential growth corridors - while selectively entering export markets in Nepal, Sri Lanka, and Bangladesh.



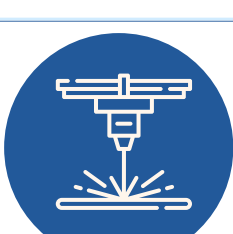
Formulations That Upgrade Spaces

Developing coatings designed not just for durability but for healthier, more vibrant living environments - low-VOC, water-based, non-toxic, and aesthetically refined.



Digital Bridges to End Users

Making expert assistance accessible via instant colour-matching, remote design advisory, and the Sirca Parivaar PRO App - deepening engagement with architects, contractors, and dealers at scale.



Streamlined, High-Precision Production

Consolidating manufacturing into a single, state-of-the-art Wembley facility to cut transit times, maintain Italian-standard quality control, and enable scalable growth.

Key Product Differentiators - What makes Sirca Products stand apart



Heritage of Italian Quality

Sirca brings Italian craftsmanship and R&D to the Indian market. Core characteristics include smoothness, outstanding levelling, deep matte or gloss finishes, and formulations developed in collaboration with Italy's top furniture brands.



Sustainability Embedded by Design

Low-emission water-based coatings, recyclable packaging, eco-conscious manufacturing, and the Oikos A+ certified range position Sirca as a leader for environmentally responsible customers and green-building projects.



Non-Toxic & Health-Friendly

Formulations prioritise user health by reducing irritants and harmful emissions. Products comply with stringent VOC standards, reducing air pollution and health risks in homes and commercial spaces.



Excellent Coverage & Performance

High hiding power and smooth finishes require fewer coats and reduce material consumption - translating to lower total application cost for the customer and higher efficiency for the applicator.



Innovation in Formulation

Continuous R&D yields low-VOC, water-based, and green-certified coatings. The 2041 agreement with Sirca S.p.A. Italy unlocks local manufacture of acrylic, UV, and polyester formulations - the next generation of premium wood coatings.



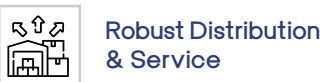
Technology-Driven Precision

Automated tintometric systems and custom tinting ensure perfect colour matching and consistency across projects - raising the bar for customer satisfaction and application efficiency.



Superior Surface Protection

Stain resistance, non-flammable properties, and resistance against algae and fungal damage make Sirca coatings suitable for India's diverse climatic conditions - from humid coastal regions to dry northern plains.



Robust Distribution & Service

A pan-India network of 4,000+ dealers, 20+ branches, dedicated Sirca Studios, and the Sirca Parivaar PRO App (25,000+ registered contractors) ensures technical support and product availability at every project location.

Manufacturing & Network Footprint

Sirca's operational infrastructure is purpose-built for scale. The company currently operates four manufacturing facilities, with a strategic initiative underway to consolidate 3 Wembley units into a single, state-of-the-art Wembley plant - a milestone expected to be a defining operational achievement of FY26. This consolidation will drive significant gains in efficiency, quality consistency, and production capacity, enabling Sirca to serve its growing national customer base with greater speed and precision.

Footprint Element

Category / Products

Manufacturing Facilities



Successfully consolidated three Wembley manufacturing units into one fully operational, state-of-the-art facility. This advanced site now stands as one of our four flagship plants globally.

Branches & Depots



20+ strategically located branches ensuring regional operations and timely customer service nationwide.

Distribution Network



Over 4,000+ distribution points spanning urban, Tier-2, and Tier-3 markets across India.

OEM Client Base



900+ OEM clients across premium homes, hospitality, retail, and industrial sectors.

Key Growth Geographies



Madhya Pradesh, Gujarat, South India, East India - four high-potential corridors with dedicated expansion focus.

International Presence



Nepal and Sri Lanka - extending Italian-heritage premium coatings beyond Indian borders

Digital Engagement



Sirca Parivaar PRO App enabling real-time engagement with architects, contractors, and dealer network



The Integration that Changed Everything

In FY 2024-25, Sirca Paints made two of the most consequential decisions in its history: the acquisition of the Wembley Group and the Welcome brand. In a single strategic move, Sirca transformed from a premium wood coatings specialist into a broad-based, full-surface coatings company - tripling its addressable product categories and dramatically expanding its geographic and customer reach.

The Wembley Group brought with it decades of trust, proprietary technologies, a loyal dealer base, and strong penetration in markets like Madhya Pradesh, Gujarat, and across South and East India - precisely the high-growth corridors that Sirca had identified as strategic priorities. The Welcome brand added wall paints and specialty coatings to the portfolio, completing Sirca's transition into a company capable of serving every surface in every Indian home and commercial space.

FY26 is the year this integration matures. The consolidation of Wembley's manufacturing operations into a single, state-of-the-art plant - a landmark milestone in FY26 - unlocks significant operational synergies: lower production costs, faster turnaround, consistent quality across all brands, and a unified supply chain

What the Wembley & Welcome Acquisitions Added



Product Portfolio: Enamels, thinners, wall paints, specialty coatings, and Valentino PU - complementing Sirca's premium wood coatings and Oikos eco-finishes.



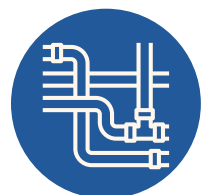
Geographic Reach: Deepened penetration in Madhya Pradesh, Gujarat, South India, and East India through Wembley's established dealer and distribution relationships.



Manufacturing Scale: Additional manufacturing capacity, now being consolidated into a single, advanced facility.



Legacy & Trust: Decades of brand equity, proprietary formulations, and loyal OEM and retail relationships absorbed into the Sirca ecosystem.



Synergy Pipeline: Unified procurement, shared R&D resources, and combined distribution infrastructure - with full benefits expected to flow through in FY27 and beyond.

Value Creation Model

Sirca's value creation model is built on a purposeful cycle - where Italian heritage meets Indian innovation, where scale amplifies quality, and where every stakeholder - customer, partner, investor, community - benefits from the company's growth.



Purpose-Led Craftsmanship

Blending Italian artistry with Indian realities, Sirca creates finishes that go beyond protection - offering sensory experiences that elevate interiors into deliberate design statements



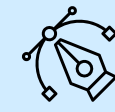
Tradition Meets Technology

From heritage coating techniques to automated tinting and the Sirca Parivaar PRO App, the brand ensures precision colours, faster service, and personalised solutions at scale.



Connected to Every Market

With targeted expansion across India and neighbouring countries, and the full weight of the Wembley and Welcome acquisition portfolios, Sirca adapts to local tastes while serving both premium and emerging segments.



Responsible by Design

Low-VOC water-based coatings, recyclable packaging, and eco-conscious manufacturing processes make environmental health a built-in practice - not an afterthought.



Co-Creation with Stakeholders

Architects, OEMs, and designers engage in a continuous feedback loop, turning on-ground insights into tailored, ready-to-market coatings and finishes that solve real problems



Built for the Future

A Wembley consolidated, state-of-the-art manufacturing facility launching in FY26 will boost efficiency, quality control, and local production capacity - enabling Sirca to grow faster and serve better



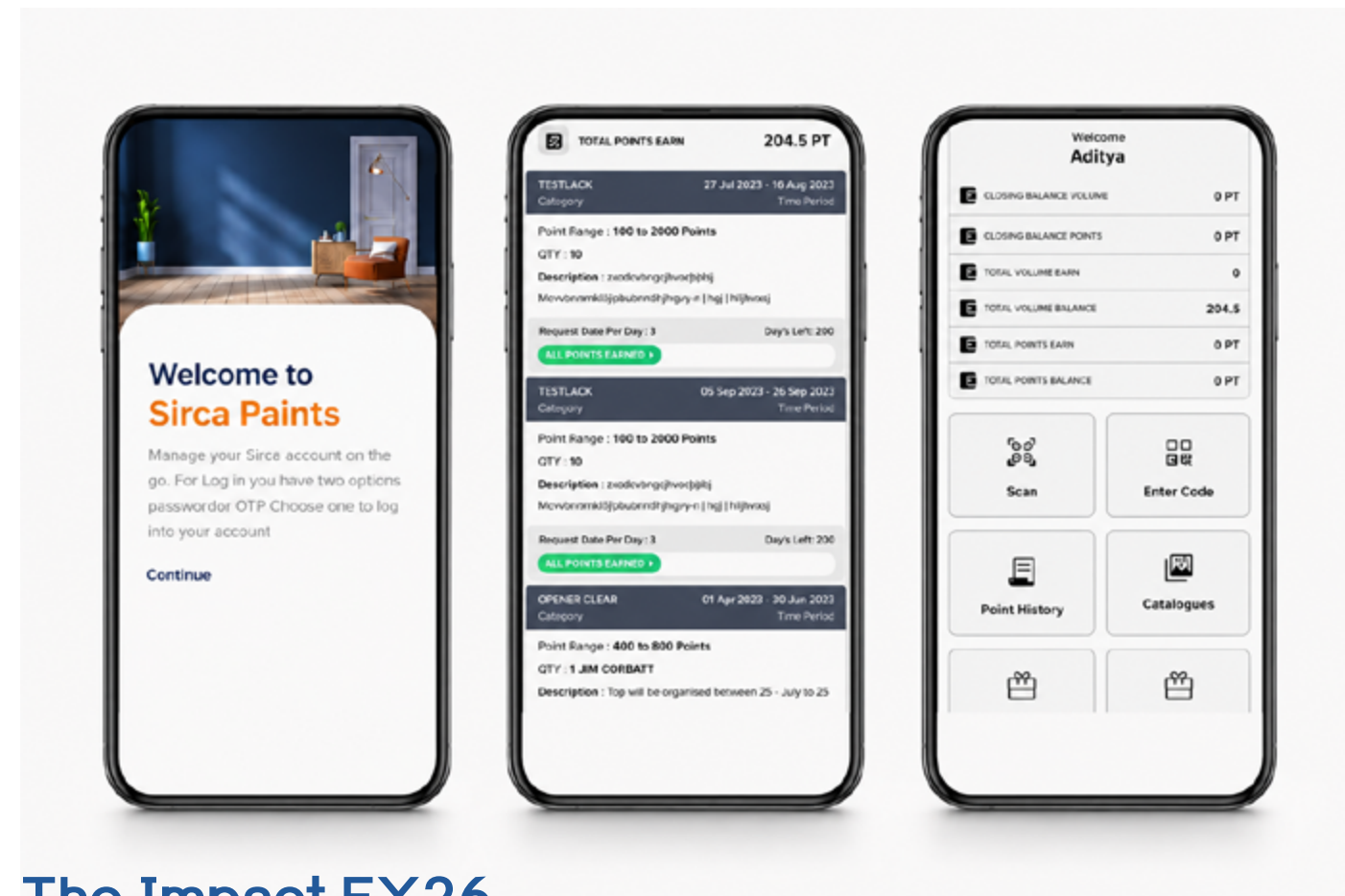
Sirca Parivaar Pro

Connecting Every Corner of the Sirca Ecosystem

At Sirca, we believe that building a great brand goes beyond the products we craft — it is about the relationships we nurture every single day. **The Sirca Parivaar Pro** app is the digital expression of that belief: a purpose-built loyalty and engagement platform that unites **architects, contractors, and dealers** on one seamless interface, keeping the entire Sirca ecosystem connected, rewarded, and informed

What Is Sirca Parivaar Pro?

Sirca Parivaar Pro is a dedicated mobile application — available on both Android and iOS — exclusively designed for professionals who use, apply, and recommend Sirca products. It automates the Sirca loyalty programme end to end, eliminating paperwork, reducing friction, and placing real-time control of rewards, balances, and transactions directly in the hands of every channel partner.



The Impact FY26


25,000+
Contractors Registered


20,000+
Average Daily Product Scans


5,000+
Average Daily Users

Key Features



Loyalty Points Management Every product purchase and qualifying activity is reflected instantly. Members bank their reward points digitally — no physical records, no branch visits.



Real-Time Balance & Account Statements Users can check live point balances and access complete transaction histories and downloadable statements at any time — full transparency, always.



Instant Redemption Points can be redeemed at any time against a range of rewards — making the programme genuinely motivating rather than a passive accumulation exercise.



Product Scan A built-in scan feature credits points instantly at the point of purchase or application, while feeding Sirca with real-time data on product movement across geographies.



Product Catalogue Access Architects, contractors, and dealers can browse Sirca's full product catalogue within the app — enabling on-the-go specification and recommendation at every project site.

Why It Matters Strategically

In wood coatings, purchase decisions are overwhelmingly shaped by the contractor, applicator, or architect on the ground. Sirca Parivaar Pro directly locks in that relationship — making Sirca the habitual, rewarded choice for every influencer in the value chain.

The platform also creates a powerful data advantage — daily scan and usage patterns give Sirca real-time visibility into regional demand, channel health, and product traction, enabling sharper commercial decisions and faster market response.

As Sirca continues to expand into Tier-2 and Tier-3 cities through new branches, depots, and dealer appointments, Sirca Parivaar Pro serves as the connective tissue — ensuring that every new partner, in every new market, is immediately welcomed into, and rewarded by, the Sirca Parivaar.

"Every scan. Every point. Every relationship – strengthening India's most trusted wood coatings community, one craftsman at a time."

Sirca Experience Centres and Studios

Sirca's physical experience centres and studios are an important part of the brand's touchpoint strategy - offering architects, contractors, dealers, and consumers an immersive environment to experience Sirca's premium product range in person.

Events & Exhibitions

WHERE SIRCA MEETS THE WORLD

For Sirca Paints India Limited, events and exhibitions are not marketing exercises - they are the frontline of the company's brand-building strategy. Every Architect Meet, every trade exhibition, every contractor gathering, and every digital touchpoint is an investment in the relationships that drive long-term preference, loyalty, and advocacy for Sirca's premium products.

Gwalior Architects' Meet



Bhopal Architects' Meet



Dehradun Architects' Meet



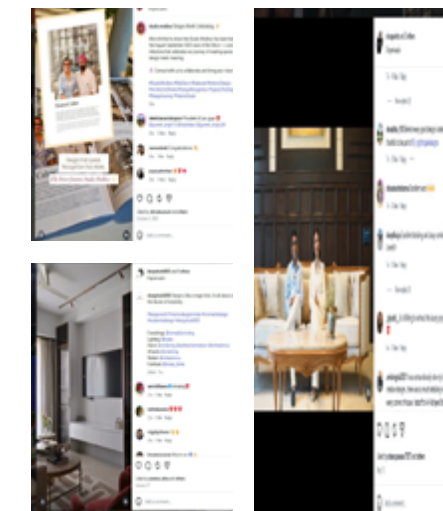
Patiala Architects' Meet



Sirca Specialista — Iceland Expedition



Sirca - Digital Impressions



Sirca's digital footprint continues to grow through strategic features in leading design publications and platforms. Our projects with renowned architects have been showcased in Livingetc & Elle Decor and other top-tier outlets - amplifying visibility among designers, specifiers, and premium homeowners.

Visionary Board

Sirca Paints India Limited's leadership team brings together over a century of combined experience across coatings, finance, governance, international business, and strategy. This is the team that has guided Sirca from a single-product Italian wood coatings importer to a multi-brand, full-surface coatings company — and the team that continues to make bold decisions in pursuit of that vision

“From Italian craftsmanship to India’s fastest growing premium coatings ecosystem.”



Mr. Sanjay Agarwal
Chairman & Managing Director
Qualification: Chartered Accountant (CA)

Co-founder and driving force behind Sirca Paints India Limited for over three decades. Mr. Sanjay Agarwal has been the strategic architect of Sirca's journey from a niche Italian wood coatings importer to one of India's most recognised premium coatings brands. A Chartered Accountant by qualification, he oversees finance, strategy, and overall business direction. His expertise spans coatings industry dynamics, M&A strategy, financial governance, and brand building across premium markets.



Mr. Gurjit Singh Bains
Non-Executive Director

A co-founder of Sirca Paints India Limited with over two decades of experience spanning the wood coatings and Italian furniture industry, Mr. Gurjit Singh Bains was among the early pioneers of branded Italian furniture in India. His deep industry knowledge, eye for product quality, and passion for excellence have been foundational to Sirca's positioning as a premium, Italian-heritage brand in India. He brings an operational and product perspective to the Board and continues to guide the company's product strategy and quality standards.



Mr. Apoorv Agarwal
Joint Managing Director
Qualification: Finance & Marketing — Delhi University; IIPM

Son of Mr. Sanjay Agarwal and co-founder of Sirca Paints India Limited, Mr. Apoorv Agarwal has been the principal driver of Sirca's sales, marketing, and distribution strategy. His academic training in Finance and Marketing, combined with hands-on experience with prestigious Italian brands including B&B Italia, Reflex, Laura Meroni, and Simon Cenedese, gave him a deep understanding of the premium Italian furnishings and coatings market. At Sirca, he leads Sales and Marketing and spearheads the nationwide expansion of the distribution network. He has been the primary face of Sirca's investor relations — presenting quarterly results and management commentary to the market with clarity and confidence.



Mr. Guido Scappini
Non-Executive Director (Italy Representative)

Mr. Guido Scappini currently serves as Global Business Director at Sirca S.p.A., Italy — overseeing operations across wood, metal, and composite coatings across the group's global footprint. Prior to this executive role, he worked as a management consultant with leading global firms before transitioning to the Italian manufacturing sector. Mr. Scappini brings comprehensive international coatings industry knowledge, global market insights, and the credibility of Sirca's Italian parent directly into the India boardroom.



Mrs. Anu Chauhan
Non-Executive Independent Director

Mrs. Anu Chauhan brings over a decade of experience in management, team leadership, and business operations. Her proven track record spans running successful operations, nurturing businesses through growth phases, and managing complex multidisciplinary teams. Her core areas of expertise include business management, strategic planning, directing and supervising multidisciplinary teams, process documentation, business control and audit functions, and vendor management. She plays an active role in strengthening the Company's governance framework, serving as the Chairperson of the Nomination & Remuneration Committee and the Risk Management Committee, while also contributing as a Member of the Audit Committee, Corporate Social Responsibility (CSR) Committee, and Stakeholders' Relationship Committee, supporting effective oversight, robust governance, and long-term stakeholder value creation.



Mr. Shyam Lal Goyal
Non-Executive Independent Director

Mr. Shyam Lal Goyal brings over three decades of experience in senior financial, audit, and governance roles across India and internationally. He has served as Audit and Finance Advisor at Ghazanfar Bank, leading both the Banking Sector and FMCG lines of business with deep expertise in global financial operations, corporate governance, enterprise-wide systems, and structured financing. His comprehensive background in financial oversight makes him the natural choice to member of the Audit Committee — a role he has performed with consistent rigour. Mr. Goyal was re-appointed for a second term, reflecting the Board's confidence in his contribution.



Dr. Sanjay Kapoor
Non-Executive Independent Director

Dr. Sanjay Kapoor is a seasoned pediatric medical professional with over two decades of clinical experience. His presence on the Sirca Board reflects the value of independent and diverse perspectives in strengthening corporate governance. A specialist in pediatrics, he brings ethical rigor, patient-centric thinking, and an objective approach to Board deliberations. As a member of the Stakeholders' Relationship Committee, Nomination and Remuneration Committee, and Audit Committee, he contributes to promoting transparency, accountability, and effective governance across the Company's key functions.



Mr. Aman Arora
Non-Executive Independent Director

Mr. Aman Arora is a qualified Chartered Accountant with over 10 years of professional experience and is a Partner at Popli & Associates. With expertise in auditing, financial accounting, taxation, and corporate compliance, he brings strong financial acumen and an independent perspective to the Board. As Chairman of the Audit Committee and Stakeholders' Relationship Committee, and a member of the Risk Management Committee and Nomination and Remuneration Committee, Mr. Arora plays a key role in strengthening the Company's governance framework, financial oversight, risk management, and stakeholder engagement.

Management Discussion & Analysis

MACROECONOMIC LANDSCAPE

The global economy remained resilient during FY 2025-26 despite geopolitical uncertainties, evolving trade dynamics, and fluctuations in commodity prices. According to the International Monetary Fund (IMF), global GDP growth is estimated at approximately 3.1% in 2026, supported by easing inflationary pressures, stable consumer demand, and continued investments in infrastructure and technology. While growth across major economies remained uneven, sectors linked to housing, renovation, and interior aesthetics continued to witness healthy demand.

The paints and coatings industry benefited from rising urbanization, increasing renovation activity, and growing consumer preference for premium and sustainable products. However, volatility in crude oil and petrochemical derivatives continued to influence raw material costs across the industry. Despite these challenges, long-term demand drivers such as residential construction, premium home improvement, and luxury interior finishes remained intact, supporting growth opportunities for decorative paints and wood coatings manufacturers.

[Source: International Monetary Fund (IMF), World Economic Outlook, April 2026]

For the speciality wood coatings industry, the global macroeconomic backdrop in FY 2025-26 translated into a series of tailwinds and headwinds. The global wood coatings market was estimated at approximately 3.54 million tonnes in 2026, growing at a CAGR of over 3.61% during 2026-2031. Asia-Pacific continued to dominate global wood coatings consumption, accounting for approximately 56.68% of global market volume in 2025, driven by the region's position as the world's largest furniture manufacturing and export hub. Polyurethane resins held the leading position in the resin-type segment with a 60.14% share, while waterborne systems emerged as the fastest growing technology segment, driven by tightening environmental regulations.

[Source: Mordor Intelligence, Wood Coatings Market Report, January 2026 — <https://www.mordorintelligence.com/industry-reports/wood-coatings-market>]

INDIAN ECONOMY

India continued to be one of the fastest-growing major economies during FY 2025-26, supported by strong domestic consumption, rising infrastructure investments, expanding manufacturing activity, and sustained urbanization. As per the National Statistical Office (NSO), India's real GDP growth is estimated at around 7.4% for FY 2025-26, significantly outperforming many global economies.

The government's continued focus on infrastructure development, housing, smart cities, and urban modernization has created a favorable environment for

the construction and real estate sectors. Rising disposable incomes, increasing home ownership, and changing consumer preferences have accelerated spending on home décor, modular furniture, premium interiors, and renovation activities.

These trends have directly supported demand for decorative paints, wood coatings, texture finishes, and premium surface solutions. The ongoing shift towards premiumization, coupled with shorter repainting cycles and growing awareness of aesthetic and durable finishes, continues to drive growth in the organized paints industry. Given its strong portfolio comprising Sirca, Unico, Oikos, and Welcome, the Company remains well positioned to capitalize on the growing demand for premium wood coatings, decorative paints, and interior finishing solutions across India.

[Source: Economic Survey 2025-26; National Statistical Office (NSO); Reserve Bank of India Annual Report 2025-26]

INDUSTRY OVERVIEW: PAINTS & COATINGS



Indian Paints Industry

India continued to be one of the fastest-growing paint markets globally during 2025, supported by sustained urbanization, rising disposable incomes, premium housing demand, increasing renovation activity, and strong government investments in infrastructure.

The decorative paints segment remains the largest contributor to industry revenues, accounting for nearly three-fourths of the market, with demand driven by residential housing, repainting cycles, home improvement, and premium interior finishes.

The Indian market also witnessed heightened competitive intensity with new capacity additions and aggressive market expansion by leading players. Despite pricing pressures and slower urban demand during parts of 2025, long-term fundamentals remain supported by favourable demographics, increasing housing stock, and a shift toward premium products.

Wood Coatings Industry Trend

The global wood coatings industry continued to benefit from increasing demand for premium furniture, modular kitchens, engineered wood products, flooring, cabinetry, hospitality projects, and luxury residential developments.

Consumer preferences are shifting toward environmentally friendly, water-based, UV-curable, and low-emission wood coatings that provide enhanced durability, scratch resistance, colour retention, and superior surface aesthetics. Manufacturers are also investing in faster curing technologies and high-performance polyurethane systems to improve efficiency and finish quality.

Asia-Pacific remains the largest regional market due to expanding residential construction, increasing furniture production, and growing disposable incomes.

Key Trends

- Growth in modular furniture
- Rising luxury housing
- Water-based polyurethane coatings
- UV-curable coating systems
- Low-VOC formulations
- Sustainable wood finishing technologies
- Digital colour matching and automation

Key strategic priorities include:

Over the next 2–5 years, management's focus is centered on driving sustainable growth, expanding market presence, strengthening product offerings, and improving operational efficiency.

Retail Network Expansion in Underpenetrated Markets

Expanding our retail footprint in geographies where our presence remains underpenetrated, particularly in Maharashtra, Gujarat, and South India.

Wembley Brand Distribution Enhancement

Strengthening the distribution and market reach of the Wembley product portfolio, with a focus on increasing dealer penetration and brand visibility.

Premium Portfolio Expansion & Industrial Coatings Diversification

Continuing to enhance our premium and luxury product offerings while introducing new industrial coating solutions to address a broader spectrum of customer requirements and diversify revenue streams.

OEM and Retail Channel Strengthening

Increasing our presence across both OEM and retail channels by expanding the distribution network and deepening relationships with key customers and partners.

Influencer-Led Market Development

Investing in influencer engagement programs, including architects, interior designers, contractors, and woodworking professionals, to drive brand preference and product adoption.

Cost Optimization and Operational Excellence

Driving cost optimization initiatives across procurement, manufacturing, logistics, and operational processes to improve efficiencies and support profitability.

Manufacturing, Supply Chain & Digital Transformation

Enhancing manufacturing capabilities, supply chain effectiveness, and digital infrastructure to support future growth and scalability.

Dealer Development and Brand Strengthening

Strengthening dealer development, customer engagement, and brand-building initiatives to improve market share and customer loyalty.

Management remains committed to balancing growth investments with profitability, strengthening its competitive position across retail, industrial, and OEM segments, and creating long-term value for all stakeholders.

Key Opportunities and Risks

OPPORTUNITIES

Growth in Real Estate and Infrastructure

Continued investments in residential, commercial, and infrastructure projects are expected to support demand for decorative paints and wood coatings.



Rising urbanization and increasing construction activity provide long-term growth opportunities for the industry.

Premiumization and Interior Décor Trends

Growing disposable incomes and evolving consumer preferences are driving demand for premium finishes and aesthetically superior coating solutions. The increasing focus on home improvement and interior design is expected to boost the consumption of high-value wood coatings.

Expansion of Furniture and Modular Interior Industry

The rapid growth of the organized furniture market, modular kitchens, wardrobes, and customized interiors is creating significant

demand for wood coating products. This trend is expected to support sustained growth in the wood finishes segment.

Growing Demand for Sustainable Coatings

Increasing environmental awareness and regulatory focus are accelerating the adoption of water-based and low-VOC coating solutions. Companies with innovative and environmentally friendly product portfolios are well-positioned to capitalize on this emerging opportunity.

RISKS

Raw Material Price Volatility

The industry remains dependent on petrochemical-based raw materials such as resins, solvents, and pigments. Fluctuations in global commodity prices and supply chain disruptions may impact input costs and profitability.

Intense Market Competition

The wood coatings and paints sector faces strong competition from established domestic and multinational players. Sustaining market share requires continuous investment in product innovation, branding, and distribution network expansion.

Regulatory and Environmental Compliance

Increasingly stringent environmental regulations relating to emissions, chemical usage, and product safety may result in higher compliance and operational costs. Adapting to evolving regulatory requirements remains critical for long-term sustainability.

Dependence on Construction and Consumer Spending

Demand for wood coatings is closely linked to construction activity, furniture manufacturing, and consumer discretionary spending. Any slowdown in real estate, infrastructure development, or economic growth may adversely affect industry demand.

Outlook:

Sirca Paints is targeting revenue growth of 25–30% CAGR while sustaining EBITDA margins of 19–21%, with a long-term vision of achieving ₹1,000 crore in revenue by FY29. To support this growth, the Company plans a capex of ₹5–6 crore in FY27 towards acrylic manufacturing capacity expansion and continued localization of acrylic and UV coatings.

Growth will be driven by the pan-India expansion of the Wembley and Valentino brands through Sirca's distribution network, deeper penetration in western and southern India, and increased presence in Tier II and Tier III cities through new depots, dealer additions, and Sirca Studios. The Company also aims to strengthen its OEM and institutional business, while initiating exports under the Wembley and Valentino brands, targeting a 3–4% contribution to revenue. With a diversified portfolio and expanding market reach, Sirca remains well-positioned for sustainable and profitable growth.



Internal Controls and Human Resources

Sirca has implemented robust internal controls and compliance systems in line with regulatory requirements, with a focus on process automation and risk management. The organization supports talent development through ongoing training and a performance-driven culture, resulting in high employee engagement.

Cautionary Statement

This analysis contains forward-looking statements based on current expectations. Actual results may materially differ due to changes in external conditions, global economic volatility, input cost movements, or changes in government regulatory and tax policy.

RISK MANAGEMENT FRAMEWORK

The Management advises readers that the risks detailed in this report are not exhaustive and are provided solely for informational purposes. This report may also contain forward-looking statements, and actual results may differ significantly from those projected. Investors and stakeholders are therefore urged to exercise their own judgment when evaluating the various risks associated with the Company.

At Sirca Paints India Limited (SPIL), risk management is a continuous and evolving process aimed at proactively identifying, evaluating, and mitigating risks across all business operations. Given that risk perception is influenced by the size, scale, geography, and market segment in which the Company operates, SPIL's strategy focuses on maximising areas of control and minimising exposure to uncontrollable

external factors.

The Company recognises that business environments are cyclical and ever-changing. Accordingly, SPIL has designed a robust and adaptive risk management model that ensures preparedness for emerging risks while enabling resilience and sustainable growth.

BOARD-LEVEL OVERSIGHT

An essential responsibility of the Board of Directors is proactive risk management, which remains deeply embedded in SPIL's governance charter. The Board provides strategic oversight of risk exposure, while the management team is entrusted with day-to-day risk monitoring and mitigation. Guided by the philosophy of "no risks, no rewards," the management ensures that risks are identified, assessed, and addressed in a structured and timely manner.

Designated personnel and specialised teams are responsible for compliance, internal controls, and external coordination. Formal mechanisms for risk reporting, escalation, and corrective action ensure transparency and accountability.

RISK MANAGEMENT STRUCTURE

Internal Audit Team – Facilitates identification of risks and mitigants and validates the robustness of controls through regular assessments and reporting.

Audit Committee – Reviews the effectiveness of internal controls, regulatory compliance, and enterprisewide risk processes.

Risk Management Committee – Develops, implements, and monitors the Company’s risk management policies and frameworks.

Risk Management and Mitigation – SPIL recognises that managing risks is critical to safeguarding shareholder and stakeholder interests, ensuring compliance, and facilitating sustainable growth. In line with SEBI (LODR) Regulations, 2015, and the Companies Act, 2013, the Company has constituted a Risk Management Committee of Directors to oversee risk policies, ensure execution of strategies, and monitor risk mitigation practices.

Key Risks and Mitigation Strategies

Financial Risk

Market volatility, fluctuations in input costs, and foreign exchange exposure may impact profitability. Advance hedging, disciplined financial planning, and diversified sourcing strategies

Evolving Regulatory Landscape

Emerging environmental, safety, and product quality regulations may impact operations.

Dedicated Corporate Quality & Safety (CQS) team ensures compliance with global standards, benchmarks with industry best practices, and proactively adapts to new regulatory changes

Operational & Supply Chain Risk

Disruption in raw material availability, logistics, and inflationary pressures.



Diversified supplier base, long-term contracts, inventory management, and demand–supply forecasting models.

Strategic Risk

Competition (existing and new), changing customer preferences, brand positioning, and technological shifts. Continuous innovation in product offerings, digital initiatives, brand-building campaigns, and contingency planning.

Safety Risk

Handling hazardous raw materials and waste in manufacturing processes. Implementation of Behaviour-Based Safety (BBS) programs, periodic risk assessments, advanced safety equipment, and training.

Fraud Risk

Risk of fraud, misconduct, or policy noncompliance. Strong whistleblower mechanism, periodic fraud risk assessments (FRA), disciplinary action framework, and independent audit checks.



NOTICE

NOTICE IS HEREBY GIVEN THAT THE **TWENTY-FIRST ANNUAL GENERAL MEETING ('AGM')** OF THE MEMBERS OF **SIRCA PAINTS INDIA LIMITED** WILL BE HELD ON **TUESDAY, AUGUST 11, 2026 AT 12:30 P.M. IST** THROUGH VIDEO CONFERENCING ('VC') / OTHER AUDIO-VISUAL MEANS ('OAVM') FACILITY, TO TRANSACT THE FOLLOWING BUSINESS: -

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited financial statements (including the consolidated financial statements) of the Company for the Financial year ended March 31, 2026 and the Reports of the Board of Directors and the Auditors thereon.
2. To declare a Final dividend of Rs. 2/- (20%) per Equity Shares of Face value of Rs. 10/- each for the financial year ended March 31, 2026.
3. Appointment of a Director in place of Mr. Apoorv Agarwal, Executive Director (DIN: 01302537), who retires by rotation, and being eligible, offers himself for re-appointment.

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

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Apoorv Agarwal, Executive Director (DIN: 01302537), who retires by rotation, be and is hereby re-appointed as a Director liable to retire by rotation."

SPECIAL BUSINESS:

4. Ratification of Cost Auditor's Remuneration

To consider and, if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 148 and all other applicable provisions, if any, of **the Companies Act, 2013** and the **Companies (Audit and Auditors) Rules, 2014** (including any statutory modification(s) or re-enactment thereof for the time being in force), the remuneration payable to **M/s PAN & ASSOCIATES, Cost Accountants (Firm Registration Number: 003692)**, Cost Auditors upto Rs. 85,000/- (Rupees Eighty Thousand Only) per annum plus taxes and reimbursement of out-of-pocket expenses at actual, if any, incurred in connection with the aforesaid audit, as approved by the Board of Directors, to conduct the audit of cost records of the Company for the financial year ending 31st March, 2027, be and is hereby ratified.

RESOLVED FURTHER THAT the Board of Directors and/ or the Company Secretary & Compliance officer be and are hereby authorized to do all such acts, deeds, matters and things as may be deemed necessary, desirable, proper or expedient for the purpose of giving effect to the above resolution."

By order of the Board
For **Sirca Paints India Limited**

Sd/-
(Hira Kumar)
Company Secretary & Compliance Officer
(Membership No. A61012)
Registered Office:
G-82, Kirti Nagar, New Delhi-110015
Tel.: +91 11-42083083, Website: www.sircapaints.com
Email: cs@sircapaints.com
CIN: L24219DL2006PLC145092

Date: July 17, 2026
Place: New Delhi

NOTES:

1. Explanatory Statement pursuant to Section 102 of the Act relating to Item no. 4 of the Notice of the 21st AGM, which is considered to be unavoidable by the Board of Directors of the Company, is annexed hereto. Also, relevant details in respect of Directors seeking re-appointment at the AGM, in terms of Regulation 36(3) of the SEBI Listing Regulations and Clause 1.2.5 of Secretarial Standard-2 on General Meetings are also annexed to this notice.

2. Pursuant to the General Circular No. 3/2025 dated September 22, 2025, issued by the Ministry of Corporate Affairs (MCA) and the Circulars issued from time to time by SEBI (hereinafter collectively referred to as "the Circulars"), companies are allowed to hold AGM through VC, without the physical presence of members at a common venue. Hence, in compliance with the Circulars, the AGM of the Company is being held through VC.

In this Annual Report, the connotation of "Members" and "Shareholders" is the same

3. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. However, Since the AGM is being held in accordance with the Circulars through VC/OAVM, the facility for the appointment of proxies by the members will not be available. THE FACILITY TO APPOINT A PROXY TO ATTEND AND CAST VOTE FOR THE SHAREHOLDER IS NOT MADE AVAILABLE FOR THIS AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

4. Participation of members through VC/OAVM will be reckoned for the purpose of quorum for the AGM as per Section 103 of the Act.

5. In case of Joint holders attending the AGM, the shareholder whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.

6. Corporate members intending to attend the AGM through authorized representatives are requested to send a scanned copy of duly certified copy of the board or governing body resolution authorizing the representatives to attend and vote at the Annual General Meeting. The said Resolution/ Authorization shall be sent to the Scrutinizer by email through its registered email address to kpassociates.legal@gmail.com with a copy marked to einward.ris@kfintech.com

7. The Members can join the AGM through the VC/OAVM mode 30 minutes before 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 a first come first served basis.

8. In line with the relevant Circulars issued by the MCA and SEBI, the Annual Report including Notice of the 21st AGM of the Company inter alia indicating the process and manner of e-voting is being sent by e-mail, to all the Shareholders whose e-mail IDs are registered with the Company / Depository Participant(s) for communication purposes to the Shareholders and to all other persons so entitled.

Further, in terms of the applicable provisions of the Act, SEBI Listing Regulations read with the relevant Circulars issued by MCA and SEBI, the Annual Report including Notice of the 21st AGM of the Company will also be available on the website of the Company at www.sircapaints.com, The same can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com. Members who have not registered their email address so far are requested to register their email address for receiving all communication including Annual Report, Notices, etc., from the Company electronically.

9. Members are requested to address all correspondence, including dividend-related matters, to the Company's Registrar & Transfer Agent - KFin Technologies Limited (RTA) Unit: Sirca Paints India Limited, Selenium, Tower-B, Plot 31-32, Financial District, Nanakramguda, Serilingampally Mandal, Hyderabad-500032. And e-mail at einward.ris@kfintech.com. Members holding shares in electronic mode should address all their correspondence to their respective Depository Participants (DPs).

10. Dividend

A. Final dividend of Rs. 2 (20%) per Equity Shares for the financial year ended 31st March, 2026, as recommended by the Board of Directors, if approved by the members at the AGM, will be paid **within a period of 30 days from the date of declaration**, to those members whose names are registered as such in the Register of Members of the Company as on **Friday, July 31, 2026** and to the Beneficiary holders as per the beneficiary list as on **Friday, July 31, 2026** provided by National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL").

B. Payment of Dividend through electronic means:

i. In terms of Schedule I of the SEBI (LODR) Regulations, 2015, listed companies are required to use the Reserve Bank of India's approved electronic mode of payment such as National Automated Clearing House (NACH), National Electronic Fund Transfer (NEFT) and Real Time Gross Settlement (RTGS) for making payments like dividend to the members. Accordingly, members holding securities in demat mode are requested to update their bank details with their depository participants. Members holding securities in physical form may send a request updating their bank details to the company's Registrar and Transfer Agent.

- ii. In line with the General Circular No. 02/2021 dated 13th January, 2021 read with General Circular No. 20/2020 dated 5th May, 2020 issued by the MCA, in case the Company is unable to pay the dividend to any shareholder by the electronic mode, due to non-availability of their latest bank account details (Core Banking Solutions Enabled Account Number, 9-digit MICR and 11-digit IFSC Code), the Company shall dispatch the dividend warrant/ cheque to such shareholder by post.
- iii. Shareholders holding shares in dematerialized form are hereby informed that bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend. The Company/KFin (RTA) cannot act on any request received directly from the Shareholders holding shares in dematerialized form for any change of bank particulars or bank mandates. Such changes are to be advised only to the Depository Participant of the Shareholders.
- iv. For the purpose of updation of KYC details against your folio, you are requested to send the details to our RTA, M/s. KFin Technologies Limited (Unit: Sirca Paints India Limited), Selenium Tower-B", Plot No 31 & 32, Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad – 500 032, Telangana
 - a. Through hard copies which should be self -attested and dated. **OR**
 - b. Through electronic mode, provided that they are sent through E-mail id of the holder registered with RTA and all documents should be electronically/ digitally signed by the Shareholder and in case of joint holders, by first joint holder. **OR**
 - c. Through web- portal of our RTA KFin Technologies Limited - <https://ris.kfintech.com>
 - d. Investors can download the following forms & SEBI Circulars, which are also uploaded on the website of the company at <https://www.sircapaints.com/investors/#sebi-kyc-forms> and on the website of KFin Technologies Limited; <https://ris.kfintech.com/clientservices/isc/isrforms.aspx>
 - e. Form ISR-1 duly filled in along with self-attested supporting documents for updation of KYC details
 - f. Form ISR-2 duly filled in for banker attestation of signature along with Original cancelled cheque with your name(s) printed thereon or self-attested copy of bank passbook/statement
 - g. Form SH-13 for updation of Nomination for the aforesaid folio **OR**
 - h. ISR-3 for "Opt-out of the Nomination"

- i. Form SH-14 for Cancellation of nomination by the holder(s) (along with ISR-3) / Change of nominee
- j. ISR-4 for requesting issue of duplicate certificate and other service requests for shares / debentures / bonds, etc., held in physical mode
- v. Members are requested to note that, dividends if not claimed within a consecutive period of seven years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ('IEPF'). The shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members are requested to claim their dividends from the Company, within the stipulated timeline. Members are requested to approach the Company/KFin (RTA) for claiming unpaid dividends.

11. Members may note that the Income-tax Act, 2025, ("the IT Act 2025") mandates that dividend paid or distributed by a company shall be taxable in the hands of members. The Company shall therefore be required to deduct tax at source ("TDS") at the time of making the payment of final dividend. To enable us to determine the appropriate TDS rate as applicable, members are requested to submit relevant documents, as specified in the below paragraphs, in accordance with the provisions of the IT Act 2025.

➤ Resident Shareholders:

Taxes shall be deducted at source under Section 393 of the IT Act as follows:

Sr. No.	Particulars	Rate of TDS applicable
1	Members having valid Permanent Account Number (PAN)	10%* or as notified by the Government of India (GOI)
2	Members not having PAN / valid PAN	20% or as notified by the GOI

- * As per the Finance Act, 2021, Section 206AB has been inserted effective July 1, 2021, wherein the higher rate of tax (twice the specified rate) would be applicable on payment made to a shareholder who is classified as 'Specified Person' as defined under section 206AB of the Finance Act, 2021

- * As per Section 262 of the IT Act 2025, every person who has been allotted a PAN and who is eligible to obtain Aadhaar, shall be required to link the PAN with Aadhaar. In case of failure to comply with this, the PAN allotted shall be deemed invalid / inoperative and, such person shall be liable to all consequences under the IT Act 2025 and tax shall be deducted at the higher rates as provided in Section 397 of the IT Act 2025, i.e., 20% of tax deduction at source.

However, no tax shall be deducted on the dividend payable to resident individual shareholders if the total dividend to be received by them during tax year 2026-27 does not exceed ₹10,000 and also in cases where members provide Form 121, subject to conditions specified in the IT Act 2025. Resident shareholders may also submit any other document as prescribed under the IT Act 2025 to claim a lower / nil withholding of tax. PAN is mandatory for members providing Form 121 or any other document as mentioned above.

➤ **Non-resident Shareholders:**

Taxes are required to be withheld in accordance with the provisions of Section 393 and other applicable sections of the IT Act 2025, at the rates in force. The withholding tax shall be at the rate of 20% (plus applicable surcharge and cess) or as notified by the GOI on the amount of dividend payable. However, as per Section 159 of the IT Act 2025, non-resident shareholders have the option to be governed by the provisions of the Double Tax Avoidance Agreement ("tax treaty" or "DTAA"), read with Multilateral Instrument (MLI), if any, between India and the country of tax residence of the shareholders, if they are more beneficial to them. For this purpose, i.e. to avail the benefits under the DTAA read with MLI, non-resident shareholders will have to provide the following:

- Copy of the PAN card allotted by the Indian Income Tax authorities duly attested by the shareholders/ authorized signatory. In case of non-availability of PAN, information under sub-rule 2 of rule 217 of the Income-tax Rules, 2026.
- Copy of the Tax Residency Certificate for the tax year 2026-27 obtained from the revenue or tax authorities of the country of tax residence, duly attested by shareholders / authorized signatory
- Form 41 (for claiming tax treaty benefit), which can be obtained electronically through the e-filing portal of the income tax website at <https://www.incometax.gov.in/iec/foportal>
- Self-declaration by the shareholders of having no permanent establishment in India in accordance with the applicable tax treaty and IT Act 2025
- Self-declaration of beneficial ownership of equity shares by the non-resident shareholder

- Self-declaration of fulfilling all conditions of applicable tax treaty for being eligible to claim benefit of the tax treaty read with MLI
- Any other documents as prescribed under the IT Act 2025, if applicable, or certificate for lower withholding of taxes, duly attested by the shareholders.

In case of Foreign Institutional Investors (FII) / Foreign Portfolio Investors (FPI), tax will be deducted under Section 393 of the IT Act 2025 at the rate of 20% (plus applicable surcharge and cess) or the rate provided in relevant DTAA, read with MLI, whichever is more beneficial, subject to the submission of the above documents, if applicable.

The aforementioned documents are required to be uploaded with KFin Technologies Limited, the Registrar and Transfer Agent at <https://ris.kfintech.com/form15> on or before July 31, 2026. No communication would be accepted from members after July 31, 2026, regarding tax-withholding matters. Shareholders may write to cs@sircapaints.com with a copy marked to inward.ris@kfintech.com for any clarifications on this subject.

The above referred documents submitted by you will be verified by us and we will consider the same while deducting the appropriate taxes, if any, provided that these documents are in accordance with the provisions of the IT Act.

Shareholders can check their tax credit in Form 168 (erstwhile Form 26AS) from the e-filing account at <https://www.incometax.gov.in/iec/foportal>

In addition to the above, please note the following:

- In case you hold shares under multiple accounts under different status/ category but under a single PAN, the highest rate of tax as applicable to the status in which shares held under the said PAN will be considered on the entire holding in different accounts.
- In case of joint shareholding, the withholding tax rates shall be considered basis the status of the primary beneficial shareholder.
- For deduction of tax at source, the Company would be relying on the above data shared by KFin as updated up to the record date.

It may be further noted that in case tax on dividend is deducted at a higher rate in the absence of receipt of any of the aforementioned details/ documents from the shareholders, the shareholders may consider filing their return of income and claiming an appropriate refund, as may be eligible. No claim shall lie against the Company for such taxes deducted.

In the event of any income tax demand (including interest, penalty, etc.) arising from any misrepresentation, inaccuracy or omission of information provided by the Shareholder/s, such Shareholder/s will be responsible to indemnify the Company, and also provide the Company with all information/ documents and co-operation in any assessment/ appellate proceedings before the Tax/ Government authorities.

12. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act and the Register of Contracts or arrangements in which Directors are interested maintained under Section 189 of the Act will be available during the meeting for inspection through the VC/OAVM facility of KFin, to the Members attending the AGM.

13. In compliance with Section 108 of the Act, read with the corresponding rules, Regulation 44 of the LODR Regulations and in terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020, the Company has provided a facility to its members to exercise their votes electronically through the electronic voting (e-voting) facility provided by the RTA of the Company i.e. KFin Technologies Limited (**KFin**). Members who have cast their votes by remote e-voting prior to the AGM may participate in the AGM but shall not be entitled to cast their votes again. The manner of voting remotely by members holding shares in dematerialized mode, physical mode and for members who have not registered their email addresses is provided in the 'Instructions for e-voting' section which forms part of this Notice. The Board has appointed M/s Pravesh Kumar & Associates, (Membership No. **ACS 60671**) (**CP No. 27218**) Practicing Company Secretary, as the scrutinizer ("Scrutinizer") for conducting the e-voting process in a fair and transparent manner.

14. Members desiring any additional information with regard to Accounts/Annual Report or have any question or query are requested to write to the Company Secretary on the Company's investor email-id cs@sircpaints.com, so as to enable the Management to keep the information ready. Please note that, Members questions will be answered only if they continue to hold the shares as on **Tuesday, August 4, 2026**, i.e., the 'cut-off' date for e-voting.

- Instructions for e-voting and joining the e-AGM are as follows:

A. Voting through electronic means:

- However, in pursuant to SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020, on "e-Voting facility provided by Listed Companies", e-Voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process.

- Individual demat accountholders would be able to cast their vote without having to register again with the e-Voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-Voting process. Shareholders are advised to update their mobile number and e-mail ID with their DPs to access e-Voting facility.

- The remote e-Voting period commences on **August 6, 2026 at 09:00 A.M. and ends on August 10, 2026 at 05:00 P.M.** During this period, the members of the Company holding shares either in physical form or in demat form, as on the Cut-off Date, i.e., **Tuesday, August 04, 2026** may cast their vote by remote e-voting. The remote e-voting module shall be disabled by KFin for voting thereafter. Once the vote on a resolution is cast by a member, the member shall not be allowed to change it subsequently. Members, who cast their vote by remote e-voting, may attend the meeting through VC/OAVM, but will not be entitled to cast their vote once again on the resolutions.

- The voting rights of Members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.

- Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as on the cut-off date, may obtain the login ID and password by sending a request at evoting@kfintech.com. However, if he / she is already registered with "KFin" for remote e-Voting then he /she can use his / her existing User ID and password for casting the vote.

- In case of Individual Shareholders holding securities in demat mode and who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as on the cut-off date may follow steps mentioned below under "Login method for remote e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode."

- The facility for voting during the AGM will also be made available. Members present in the AGM through VC and who 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 the e-voting system during the AGM.

Individual Shareholder login through their demat accounts / Website of Depository Participant	I. You can also login using the login credentials of your demat account through your DP registered with NSDL /CDSL for e-Voting facility. II. Once logged-in, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL / CDSL Depository site after successful authentication, wherein you can see e-Voting feature. III. Click on options available against company name ore-Voting service provider –Kfintech and you will be redirected to e-Voting website of KFintech for casting your vote during the remote e-Voting period without any further authentication.
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Important note:

Members who are unable to retrieve User ID / Password are advised to use Forgot user ID and Forgot Password option available at respective websites.

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 evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
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 helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 22-23058542-43 .

Details on Step 2 are mentioned below:

II) Login method for e-Voting for shareholders other than Individual's shareholders holding securities in demat mode and shareholders holding securities in physical mode.

(A) Members whose email IDs are registered with the Company/ Depository Participants (s), will receive an email from **KFintech** which will include details of E-Voting Event

Number (EVEN), USER ID and password. They will have to follow the following process:

- i. Launch internet browser by typing the URL:<https://evoting.kfintech.com/>
- ii. Enter the login credentials (i.e. User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number) xxxx, followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFintech for e-voting, you can use your existing User ID and password for casting the vote.
- iii. After entering these details appropriately, click on “LOGIN”.
- iv. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a- z), one numeric value (0-9) and a special character (@,#,\$, etc.). The system will prompt you to change your password and update your contact details like mobile number, email ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share your password with any other person and that you take utmost care to keep your password confidential.
- v. You need to login again with the new credentials.
- vi. On successful login, the system will prompt you to select the “EVENT” i.e., ‘Sirca Paints India Limited- AGM” and click on “Submit”
- vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under “**FOR/AGAINST**” or alternatively, you may partially enter any number in “FOR” and partially “**AGAINST**” but the total number in “**FOR/AGAINST**” taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option ABSTAIN. If the Member does not indicate either “**FOR**” or “**AGAINST**” it will be treated as “**ABSTAIN**” and the shares held will not be counted under either head.
- viii. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/ demat accounts.
- ix. Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.

- x. You may then cast your vote by selecting an appropriate option and click on "Submit".
- xi. A confirmation box will be displayed. Click "OK" to confirm else "CANCEL" to modify. Once you have voted on the resolution (s), you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).
- xii. Corporate/Institutional Members (i.e., other than Individuals, HUF, NRI etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/Authority Letter etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to cast its vote through remote e-voting. Together with attested specimen signature(s) of the duly authorized representative(s), to the Scrutinizer at email id kpassociates.legal@gmail.com with a copy marked to evoting@kfintech.com. The scanned image of the above-mentioned documents should be in the naming format "Corporate Name Event No. **9931**"
- xiii. In case of any queries/grievances, you may refer the Frequently Asked Questions (FAQs) for members and e-voting User Manual available at the 'download' section of <https://evoting.kfintech.com> or call KFin on **1800 309 4001** (toll free).

(B) Members whose email IDs are not registered with the Company/Depository Participants(s), and consequently the Annual Report, Notice of AGM and e-voting instructions cannot be serviced, will have to follow the following process:

- i. Members holding shares in physical form are requested to register/update their KYC details including email address by submitting duly filled and signed Form ISR-1 along with self-attested copy of the PAN card and such other documents as prescribed in the Form. The said form is available on the website of the Company at <https://www.sircapaints.com/investors/#sebi-kyc-forms> and on the website of KFin at <https://ris.kfintech.com/clientservices/isc/isrforms.aspx> duly Filled form can be submitted in Person at any of the Branches of KFIN, details of which are available on the link :<https://www.kfintech.com/contact-us/>. Forms can be e-Signed and submitted online along with requisite documents by following the link : <https://kprism.kfintech.com/> or Physical forms can be sent through post to the address of our RTA - KFin Technologies Limited (Formerly known as KFin Technologies Private Limited) , Selenium Building, Tower-B, Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana India - 500032.
- ii. After receiving the e-voting instructions, please follow all steps above to cast your vote by electronic means.

Instructions for members for voting during the e-AGM session:

1. The e-voting window shall be activated upon instructions of the Chairman during the e-AGM.
2. Only those members/shareholders, who will be present in the e-AGM and who have not cast their vote through remote e-voting and are otherwise not barred from doing so are eligible to vote.
3. Members who have voted through remote e-voting will still be eligible to attend the e-AGM.
4. Members attending the e-AGM shall be counted for the purpose of reckoning the quorum under section 103 of the Act.
5. Voting at e-AGM will be available at the end of the e-AGM and shall be kept open for 15 minutes. Members viewing the e-AGM, shall click on the 'e-voting' sign placed on the left-hand bottom corner of the video screen. Members will be required to use the credentials, to login on the e-Meeting webpage, and click on the 'Thumbs-up' icon against the unit to vote.

Instructions for members for attending the E-AGM

1. Members will be able to attend the e-AGM through VC/OAVM or view the live webcast of e-AGM provided by KFin at <https://emeetings.kfintech.com> by using their remote e-voting login credentials and by clicking on the tab "video conference". The link for e-AGM will be available in members login, where the EVENT and the name of the Company can be selected.
2. Alternatively, members can use their Registered Mobile number to obtain the OTP and login by using the Mobile OTP option.
3. Members registered as speakers will be allowed to use their camera / webcam during e-AGM and hence are requested to use the internet with good bandwidth to avoid any disconnection or disturbance during the meeting.
4. While all efforts would be made to make the meeting smooth, participants connecting through mobile devices, tablets, laptops, etc. may at times experience audio/video loss due to fluctuation in their respective networks. Use of a stable Wi-Fi or LAN connection can mitigate some of the technical glitches.
5. Members who need technical assistance before or during the e-AGM can contact KFin at: 1800 309 4001.

OTHER INSTRUCTIONS

- I. Speaker Registration: The Members who wish to speak during the meeting may register themselves as speakers for the AGM to express their views. They can visit <https://emeetings.kfintech.com> and login through the user id and password provided in the mail received from KFin. On successful login, select 'Speaker Registration' which will be opened from **August 06, 2026 (09:00 A.M. IST) to August 07, 2026 (05:00 P.M. IST)**. Members shall be provided a 'queue number' before the meeting. The Company reserves the right to restrict the speakers at the AGM to only those Members who have registered themselves, depending on the availability of time for the AGM.
- II. Post your Question: The Members who wish to post their questions prior to the meeting can do the same by visiting <https://emeetings.kfintech.com>. Please login through the user id and password provided in the mail received from KFin. On successful login, select 'Post Your Question' option which will be opened from **August 06, 2026 (09:00 A.M. IST) to August 07, 2026 (05:00 P.M. IST)**.
- III. In case of any query and/or grievance, in respect of voting by electronic means, Members may refer to the Help & Frequently Asked Questions (FAQs) and E-voting user manual available at the download section of <https://evoting.kfintech.com> (KFinTech Website) or contact Kfintech at toll free No. 1-800-309-4001 for any further clarifications.
- IV. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on **Tuesday, August 04, 2026** being the cut-off date, are entitled to vote on the Resolutions set forth in this Notice. A person who is not a member as on the cut-off date should treat this Notice for information purposes only. Once the vote on a resolution(s) is cast by the Member, the Member shall not be allowed to change it subsequently.
- V. In case a person has become a Member of the Company after dispatch of AGM Notice but on or before the cut-off date for E-voting, he/she may obtain the User ID and Password in the manner as mentioned below:
 - i. If the mobile number of the member is registered against Folio No./ DP ID Client ID, the member may send SMS: MYEPWD <space> E-Voting Event Number+Folio No. or DP ID Client ID to 9212993399
 1. **Example for NSDL:** MYEPWD <SPACE> IN12345612345678
 2. **Example for CDSL:** MYEPWD <SPACE> 1402345612345678
 3. **Example for Physical:** MYEPWD <SPACE> XXXX1234567890
 - ii. If e-mail address or mobile number of the member is registered against Folio No. / DP ID Client ID, then on the home page of <https://evoting.kfintech.com/>, the member may click "Forgot Password" and enter Folio No. or DP ID Client ID and PAN to generate a password.

- iii. Members who may require any technical assistance or support before or during the AGM are requested to contact KFin at toll free number 1-800-309-4001 or write to them at evoting@kfintech.com

- VI. The results of the electronic voting shall be declared to the Stock Exchanges after the AGM. The results along with the Scrutinizer's Report, shall also be placed on the website of the Company.

B. GENERAL INSTRUCTIONS:

- i. The Board of Directors has appointed Mr. Pravesh Kumar (M/s. Pravesh Kumar & Associates, Practicing Company Secretary) ICSI Unique Code: **S2024DE976000** (ACS No. **60671**, C.P No. **27218**) as the Scrutinizer ("**Scrutinizer**"), for conducting the voting/poll and remote e-voting process in a fair and transparent manner.
- ii. The results declared along with the Scrutinizer's Report shall be placed on the Company's website <https://www.sircapaints.com/> and on KFin's website <https://evoting.kfintech.com> and shall also be communicated to the Stock Exchanges i.e. BSE Limited at www.bseindia.com and National Stock Exchange of India Limited at www.nseindia.com

The following Explanatory Statement sets out all material facts relating to Resolution No. 4 of the Notice in accordance with Section 102 of Companies Act, 2013

ITEM NO.4

The Board of Directors of the Company, based on the recommendation of the Audit Committee, has approved the appointment of **M/s PAN & ASSOCIATES, Cost Accountants (Firm Registration Number 003692)**, as the Cost Auditor for the audit of the cost accounting records of the Company for the financial year 2026-27, at a remuneration upto Rs. 85,000/- (Rupees Eighty-Five Thousand Only) plus taxes and reimbursement of out-of-pocket expenses at actual, if any, incurred in connection with the audit.

M/s PAN & ASSOCIATES (Firm Registration Number: 003692) have confirmed that they hold a valid certificate of practice under Sub-section (1) of Section 6 of the Cost and Works Accountants Act, 1959.

In terms of Section 148(3) of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, the remuneration recommended by the Audit Committee for the Cost Auditor and approved by the Board of Directors is required to be ratified subsequently by the Shareholders. Hence, the Ordinary Resolution set out in **Item no. 4** of the Notice seeks approval of the Shareholders for the same

None of the Directors and/or Key Managerial Personnel of the Company and their relatives are in any way concerned or interested (financially or otherwise), in the proposed Ordinary Resolution. The Board recommends ratification of the remuneration of the Cost Auditor, **M/s PAN & ASSOCIATES, Cost Accountants (Firm Registration Number 003692)**, as recommended by the Audit Committee and approved by the Board of Directors, as set out in **Item no. 4** of the Notice, for approval of the Shareholders.

By order of the Board
For Sirca Paints India Limited

Sd/-
(Hira Kumar)
Company Secretary & Compliance Officer
(Membership No. A61012)

Registered Office:
G-82, Kirti Nagar, New Delhi-110015
Tel.: +91 11-42083083, Website: www.sircapaints.com
Email: cs@sircapaints.com
CIN: L24219DL2006PLC145092

Date: July 17, 2026
Place: New Delhi

ANNEXURE TO THE NOTICE

DETAILS UNDER REGULATION 36(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND IN TERMS OF SECRETARIAL STANDARD 2, IN RESPECT OF THE DIRECTORS SEEKING RE-APPOINTMENT/CONTINUATION AT THE ANNUAL GENERAL MEETING IS FURNISHED BELOW:

Name of Director	Mr. Apoorv Agarwal
DIN	01302537
Date of Birth	18.07.1987
Age	39
Initial Date of Appointment	19.01.2006
Qualification	Graduate in Commerce from University of Delhi and an MBA in Finance and marketing from IIPM
Expertise in specific functional areas	He has more than 15 years of Experience in Italian Furniture and Italian wood coatings, started a career with Sirca wood coatings Italy, managing sales and marketing and later took training with many renowned Furniture brands from Italy. Formed La Tendenza, a unique destination to experience high quality European furniture with Brands like B&B Italia, Reflex, Laura meroni, Simone Cenedese etc.
Last Remuneration drawn (Per Annum)	Refer Corporate Governance Report
Directorship held in other Companies as on date	Sirca Industries Limited
Membership/ Chairmanship in Committees of other companies as on date	Nil
Number of Board Meetings attended during FY 2025-26	8

Number of shares held in Company	11,07,000 Equity Shares in percentage 1.95%
Relationships between Directors inter-se	Mr. Apoorv Agarwal is the son of Mr. Sanjay Agarwal, Chairman cum Managing Director of the Company
Listed entities from which the Director has resigned in the past three years	-

By order of the Board
For Sirca Paints India Limited

Sd/-
(Hira Kumar)
Company Secretary & Compliance Officer
(Membership No. A61012)

Registered Office:
G-82, Kirti Nagar, New Delhi-110015
Tel.: +91 11-42083083, Website: www.sircapaints.com
Email: cs@sircapaints.com
CIN: L24219DL2006PLC145092

Date: July 17, 2026
Place: New Delhi

Director’s Report

The Board of Directors is pleased to present the **Twenty-first Annual Report** on the business and operations of Sirca Paints India Limited (“SPIL” or the “Company”) together with the audited financial statements (standalone and consolidated) for the financial year 2025-26.

1. FINANCIAL RESULT

Standalone financial results of SPIL

Particulars	Year Ended 31.03.2026 (In lakh)	Year Ended 31.03.2025 (In lakh)
Revenue from operations	49,248.41	37,367.93
Other Income	386.62	516.32
Total Income	49,635.03	37,884.24
Profit before tax	8,711.68	6,548.05
Less: Tax Expenses	2,206.35	1,637.64
Profit for the year	6,505.33	4,910.41
Other comprehensive income / (loss)	20.62	4.78
Total comprehensive income for the year	6,525.95	4,915.19
Earnings per share of Rs.10 each		
Basic (in Rs.)	11.64	8.96
Diluted (in Rs.)	11.64	8.96

Consolidated financial results of SPIL

Particulars	Year Ended 31.03.2026 (In lakh)	Year Ended 31.03.2025 (In lakh)
Revenue from operations	49,248.41	37,367.93
Other Income	386.62	516.32
Total Income	49,635.03	37,884.24
Profit before tax	8,707.01	6547.60
Less: Tax Expenses	2,205.17	1641.93
Profit for the year	6,501.84	4905.67
Other comprehensive income / (loss)	20.62	4.78
Total comprehensive income for the year	6,522.45	4910.46
Earnings per share of ₹ 10 each****		
Basic (in ₹)	11.63	8.95
Diluted (in ₹)	11.63	8.95

2. COMPANY'S PERFORMANCE REVIEW

During the Financial Year 2025-26:

Standalone Accounts

- ☞ Total revenue during the year 2026 was **Rs. 49,248.41 Lakhs** as compared to **Rs. 37,367.93 Lakhs** during the year 2025- an increase of **31.79 %**;
- ☞ Profit after tax was **Rs. 6,505.33 Lakhs** during the year 2026 as compared to **Rs. 4910.41 Lakhs** during the year 2025.
- ☞ Basic earnings per share (of face value of Rs. 10/- each) was Rs. 11.64 for the year 2026 as compared to Rs. 8.96 for the year 2025.

Consolidated Accounts

- ☞ Total revenue during the year 2026 was **Rs. 49,248.41 Lakhs** as compared to **Rs. 37,367.93 Lakhs** during the year 2025- an increase of **31.79 %**;
- ☞ Profit after tax was **Rs. 6,501.84 Lakhs** during the year 2026 as compared to **Rs. 4905.67 Lakhs** during the year 2025.

- ☞ Basic earnings per share (of face value of Rs. 10/- each) was Rs. 11.63 for the year 2026 as compared to Rs. 8.95 for the year 2025.

The state of affairs of the Company is presented as part of Management Discussion and Analysis Report forming part of this report.

3. Secretarial Standards

Pursuant to the provisions of **Section 118 of the Companies Act, 2013**, the Company has complied with the applicable provisions of secretarial standards issued by the Institute of Company Secretaries of India.

4. Dividend

The Board of directors of the Company has recommended a final dividend of Rs. 2 per equity share of Rs. 10/- each (20% of Face Value) at its meeting held on May 07, 2026 for the Financial Year 2025-26. In terms of the provisions of the Finance Act, 2020, dividend shall be taxed in the hands of the shareholders and the Company shall withhold tax at source at the applicable rates. The payment is subject to the approval of the shareholders at the ensuing Annual General Meeting ('AGM') of the Company to those members whose names appeared on the Register of Members of the Company on the record date.

The Board of Directors of the Company in line with provisions of Regulation 43A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) had approved Dividend Distribution Policy. The Dividend Distribution policy is uploaded on Company's website and can be accessed at the link <https://www.sircapaints.com/wp-content/uploads/2021/06/Dividend-Distribution-Policy.pdf>

5. Reserves

During the year under review, no amount has been transferred to any of the reserves by the Company.

6. Share Capital

The Authorised Share Capital of the Company as on March 31, 2026 was Rs. 60,00,00,000/- divided into 6,00,00,000 equity shares of face value of Rs. 10/- each

The Issued, Subscribed and Paid-up share capital of the Company as on March 31, 2026 was Rs. 56,79,28,000/- divided into 5,67,92,800 equity shares of face value of Rs. 10/- each

During the year under review, the Shareholders, in the Extra Ordinary General Meeting held

on August 05, 2025, approved increase in Paid up Share Capital of the Company from Rs. 54,80,88,000/- to Rs. 56,79,28,000/- through issue 19,84,000 (Nineteen Lakh Eighty Four Thousand) fully paid-up Equity Shares of the face value of Rs. 10/- each of the Company on a preferential basis through private placement to the Non promoters investors at a price of Rs. 379.50/- per Equity Share, inclusive of a premium of Rs. 369.50 per Equity Share.

Pursuant to the aforesaid approval, the Board of Directors, at its meeting held on September 11, 2025 approved the allotment of 19,84,000 (Nineteen Lakh Eighty Four Thousand) fully paid up Equity Shares of Rs. 10/- each on preferential basis through private placement. Consequently, the issued, subscribed and paid-up equity share capital of the Company increased from Rs. 54,80,88,000/- comprising 5,48,08,800 Equity Shares to Rs. 56,79,28,000/- comprising 5,67,92,800 Equity Shares of Rs. 10/- each.

Further, the Company has not issued any convertible securities or shares with differential voting rights or sweat equity shares or warrants.

7. Deposit

During the year under review, the Company has not accepted any deposits from the public under Section 73 and 76 of the Act and rules made thereunder and no amount of principal or interest was outstanding as at the end of Financial Year 2025-26. There were no unclaimed or unpaid deposits lying with the Company

8. Material Changes and Commitments Affecting the Financial Position of the Company and Material Changes Between the Date of the Board Report and End of the Financial Year

There have been no change in the nature of business during the year. There have been no material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of this Report.

9. Change Of the Registered Office

During the year under review, the Company has not changed its Registered Office

10. RBI Guidelines

The Company continues to comply with all the requirements prescribed by the Reserve Bank of India from time to time.

11. Directors and Key Managerial Personnel

As on March 31, 2026, there were Eight (8) Directors on the Board of the Company, consisting of Four (4) Independent Directors, Two (2) Non-Executive Directors (1 of whom is part of the Promoter Group), Two (2) Executive Directors (both are part of the promoter group). Pursuant to the provisions of Section 203 of the Act, the Key Managerial Personnel of the Company as on March 31, 2026 are:

- i. Mr. Sanjay Agarwal- Chairman and Managing Director,
- ii. Mr. Apoorv Agarwal- Joint Managing Director,
- iii. Ms. Shallu-Chief Financial Officer, and
- iv. Mr. Hira Kumar- Company Secretary & Compliance Officer of the Company.

During the year, the Members approved the following appointment and re-appointment of Directors:

Mr. Sanjay Agarwal (DIN: **01302479**) was re-appointed as director liable to retire by rotation at the Annual General Meeting held on September 20, 2025.

Mr. Shaym Lal Goyal (DIN: **08815530**) was re-appointed as a Non-Executive Independent Director for a term of five years from September 18, 2025 to September 17, 2030.

Details of Directors proposed to be re-appointed at the ensuing Annual General Meeting are as follows:

- a. At the ensuing Annual General Meeting, Mr. Apoorv Agarwal (DIN: **01302537**), Director of the Company is liable to retire by rotation in accordance with the provisions of Section 152 of the Companies Act, 2013, read with the Articles of Association of the Company and being eligible, offers himself for reappointment as director of the Company.

No director of the Company is disqualified as per the provisions of Section 164(2) of the Companies Act, 2013. The directors of the Company have made necessary disclosures, as required under various provisions of the Companies Act, 2013 (Hereinafter referred as "the Act") and the Listing Regulations.

On the basis of the declarations submitted by the Independent Director of the Company, the Board of Directors have opined that the Independent Director of the Company fulfill the required criteria as defined under Section 149(6) of the Act and the Listing Regulations.

12. Declaration of Director's Independence

As on date of this report, the Board comprises of 8 (Eight) Directors. The composition includes 4 (Four) Independent Directors. All the Independent Directors are appointed on the Board of your Company in compliance with the applicable provisions of the Act and SEBI Listing Regulations.

The Company has received declarations from all the Independent Directors confirming that they meet/continue to meet, as the case may be, the criteria of Independence under sub-section (6) of section 149 of the Act and Regulation 16(1) (b) of the SEBI Listing Regulations.

Also, the Independent Directors have complied with the Code for Independent Directors prescribed in Schedule IV of the Act and have confirmed that they are in compliance with the Code of Conduct for Directors and Senior Management personnel formulated by the Company.

All the Independent Directors of your Company have submitted their declaration of independence, as required, pursuant to the provisions of Section 149(7) of the Act and Regulation 25(8) of the Listing Regulations, stating that they meet the criteria of independence, as provided in Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations and are not disqualified from continuing as Independent Directors of your Company. Further, veracity of the above declarations has been assessed by the Board, in accordance with Regulation 25(9) of the Listing Regulations.

The Board is of the opinion that the Independent Directors of the Company hold highest standards of integrity and possess requisite qualifications, expertise & experience (including the proficiency) and competency in the business & industry knowledge, financial expertise, digital & information technology, corporate governance, legal and compliance marketing & sales, risk management, leadership & human resource development and general management as required to fulfill their duties as Independent Directors.

Further, in terms of Section 150 of the Act read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014, all the Independent Directors have confirmed that they have registered themselves with databank maintained by the Indian Institute of Corporate Affairs ("IICA"). These declarations/ confirmations have been placed before the Board. The Independent Directors are also required to undertake online proficiency self-assessment test conducted by the IICA within a period of 2 (Two) years from the date of inclusion of their names in the data bank, unless they meet the criteria specified for exemption.

13. Director's Appointment and Remuneration Policy

The Company's policy on directors' appointment and remuneration, including criteria for determining qualifications, positive attributes, independence of a director and other matters provided under sub section (3) of Section 178 of the Act, as is adopted by the Board.

The Company has adopted a comprehensive policy on nomination and remuneration of Directors and Key Managerial Personnel on the Board. As per such policy, candidates proposed to be appointed as Directors and Key Managerial Personnel on the Board shall be first reviewed by the Nomination and Remuneration Committee in its duly convened Meeting. The policy can be accessed at the following Link: <https://www.sircapaints.com/investors/#policies>

14. Number of meetings of the Board

The Board of the Company and its Committees meet at regular intervals to discuss, decide and supervise the various business policies, business strategy, Company's performance and other statutory matters. During the year under review, the Board has met **Eight times**. The details of the meeting of the Board and its Committees are given in the Corporate Governance Report, which forms part of this Report. The intervening gap between two Board Meetings did not exceed 120 days.

15. Committees of the Board

The Board had duly constituted following Committees, which are in line with the provisions of applicable laws:

- A. Audit Committee
- B. Nomination and Remuneration Committee
- C. Corporate Social Responsibility Committee
- D. Stakeholders' Relationship Committee
- E. Risk Management Committee

Details of the composition of the Committees and changes therein, terms of reference of the Committees and other requisite details are provided in the Corporate Governance Report, which forms part of this Annual Report.

16. Audit Committee

In terms of the provisions of Regulation 18 of the SEBI Listing Regulations read with Section 177 of the Act, the constitution of Audit Committee as on 31st March, 2026 is as follows:

Name of the Member	Designation
Mr. Aman Arora	Chairperson and Independent Director
Mrs. Anu Chauhan	Independent Director
Mr. Sanjay Kapoor	Independent Director
Mr. Shyam Lal Goyal	Independent Director

The recommendations made by the Audit Committee to the Board, from time to time during the year under review, have been accepted by the Board. Other details with respect to the Audit Committee such as its terms of reference, meetings and attendance thereat are separately provided in the Annual Report, as a part of the Report on Corporate Governance.

17. Nomination and Remuneration Policy

The salient features of the Nomination and Remuneration Policy of the Company are set out in the Corporate Governance Report which forms part of this Annual Report.

The said Policy of the Company, inter alia, provides that the Nomination and Remuneration Committee shall formulate the criteria for appointment & Re-appointment of Directors on the Board of the Company and persons holding senior management positions in the Company, including their remuneration and other matters as provided under Section 178 of the Act and Listing Regulations.

18. Board and Director's Evaluation

Pursuant to the provisions of the Act and the SEBI Listing Regulations, Annual evaluation of the Board, its committees and individual directors has been carried out on the basis of Guidance Note on Board Evaluation issued by Securities and Exchange Board of India ("SEBI").

Questionnaire forms were circulated to all the directors for their feedback on Board, Board Committees and director evaluation. A meeting of the independent directors was held on January 01, 2026 where they reviewed and discussed the feedback on the functioning of the Board, Board Committees, Chairman and other directors. The Board reviewed and discussed the feedback of the evaluations. The area of improvements as highlighted by the evaluation exercise has been implemented to further strengthen the corporate governance of the organization

19. Separate Meeting of Independent Directors

Pursuant to Schedule IV to the Act and SEBI Listing Regulations one meeting of Independent Directors was held during the year i.e., on January 01, 2026, without the attendance of non-independent Directors and members of Management.

In addition, the Company encourages regular meetings of its independent directors to update them on Strategies of the Company. At such meetings, the Head of the Departments of the Company make presentations with respect to the Business Vertical which they are heading. Such Meeting was conducted on January 01, 2026.

20. Familiarization Program for Independent Directors

The Company has in place a structured induction and familiarization programme for all its directors including the Independent Directors. They are updated on all business-related issues and new initiatives. They are also invited in management level business review meetings so as to step back and assist the executive management. They are also informed of the important policies of the Company including the 'Code of Conduct for Directors and Senior Management Personnel' and the 'Code of Conduct for Prevention of Insider Trading.'

21. Listing Of Shares

The Equity Shares of the Company are listed on National Stock Exchange of India Limited ('NSE') and the BSE Limited ('BSE'). The due annual listing fees for the financial year 2025-26 has been paid to the Stock Exchanges i.e. NSE & BSE

22. Directors Responsibility Statement

Pursuant to the requirement of Section 134 (3) (c) read with Section 134(5) of the Companies Act, 2013 with respect to directors' responsibility statement, your directors hereby confirm that:

- In the preparation of the annual accounts for the financial year ended 31st March, 2026, the applicable Accounting Standards and Schedule III of the Companies Act, 2013, have been followed and there are no material departures from the same;
- the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as give a true and fair view of the state of affairs of the Company as at 31st March, 2026 and of profit and Loss of the Company for the financial year ended 31st March, 2026;
- The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Company Act, 2013 for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities;

- (d) The Directors have prepared the annual accounts on a going concern basis;
- (e) The Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively;
- (f) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Based on the framework of internal financial controls and compliance systems established and maintained by the Company, the work performed by the internal, statutory and secretarial auditors and external consultants, including the audit of internal financial controls over financial reporting by the statutory auditors and the reviews performed by management and the relevant board committees, including the audit committee, the Board is of the opinion that the Company's internal financial controls were adequate and effective during FY 2026.

23. Management Discussion and Analysis

Management Discussion and Analysis as stipulated under the Listing Regulations is presented in a separate section forming part of this Annual Report. It speaks about the overall industry structure, global and domestic economic scenarios, developments in business operations/performance of the Company's various businesses viz., decorative business, international operations, industrial and home improvement business, internal controls and their adequacy, Risk, threats, outlook etc.

Pursuant to Regulation 34(2)(e) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations"), the Management Discussion and Analysis Report forms an integral part of this Annual Report and gives the details, inter alia, about the performance of the Decorative, Décor and consumer services, and Industrial Businesses of the Company in India and International Operations, important changes in these businesses, supply chain, external environment, and economic outlook during the year under review.

During the year under review, there was no change in the nature of the Company's business.

24. Corporate Governance Report

As required under the Listing Regulations, the 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, the detailed report on corporate governance is given as **Annexure A** to this report

Pursuant to the Listing Regulations, as amended, a certificate obtained from a Practicing Company Secretary certifying that the Directors of the Company are not debarred or disqualified from being appointed or to continue as directors of the companies by the Securities and Exchange Board of India/Ministry of Corporate Affairs, forms part of the report.

A Certificate of the CEO and CFO of the Company in terms of Listing Regulations, inter-alia, confirming the correctness of the financial statements and cash flow statements, adequacy of the internal control measures and reporting of matters to the Audit Committee, is also annexed.

25. Details of Subsidiary/Joint Ventures/Associate Companies

As on March 31, 2026, the Company has one (1) Subsidiary Company, namely Sirca Industries Limited. Pursuant to Section 129 (3) of the Act read with Rule 5 of Companies (Accounts of Companies) Rules 2014 and Ind - AS 110 issued by the Institute of Chartered Accountants of India, Consolidated Financial Statements presented by the Company include the financial statements of its subsidiary.

A statement containing the salient features of the financial statement of Subsidiary in the prescribed format AOC-1 is attached as '**Annexure-B**' to this report. Further, the Company does not have any Associate, Joint Ventures, hence no information in this regard is required to be furnished

In terms of provisions of Section 136 of the Act separate audited accounts of the subsidiary Companies shall be available on the website of the Company at <https://www.sircapaints.com/>

26. Consolidated Financial Statement

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 the Company's subsidiary and appear in the Annual Report of the Company for the year 2025-26.

27. Auditors And Auditor's Report

Secretarial Auditors

M/s Pravesh Kumar & Associates, Company Secretaries (**ICSI Unique Code: S2024DE976000**), was appointed as secretarial auditor of the Company to hold office for a term of five consecutive years commencing from financial year 2025-26 till financial year 2029-30 in the 20th AGM of the Company held on September 20, 2025, as required under Section 204 of the Act and Rules thereunder. The Secretarial Audit report i.e. Form No. MR-3 for financial year ended March 31, 2026 is enclosed as '**Annexure-C**' to the Board's report, which forms part of this Annual Report.

Further, in terms of the provisions of the Circular No. CIR/ CFD/CMD1/27/2019 dated 8th February, 2019 issued by Securities and Exchange Board of India, the Company has obtained the Annual Secretarial Compliance Report for the financial year ended 31st March, 2026, confirming compliance of the applicable SEBI Regulations and circulars/ guidelines issued thereunder, by the Company.

The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

Statutory Auditors

M/s Rajesh Kukreja & Associates, Chartered Accountants (**FRN:004254N**) was appointed as Statutory Auditors of your Company at the Annual General Meeting held on 25th July, 2022, for a term of five consecutive years.

The Independent Auditors Report given by the Auditors on the Financial Statement (Standalone and Consolidated) of your Company forms part of this Annual Report. There has been no qualification, reservation, adverse remark or disclaimer given by the Auditors in their Report.

Cost Auditor

In terms of the Section 148 of the Act read with Companies (Cost Records and Audit) Rules, 2014, the Company is required to maintain cost accounting records and get them audited every year from Cost Auditor and accordingly such accounts and records are made and maintained by the Company.

The Board of Directors based on the recommendation of the Audit Committee appointed **M/s PAN & ASSOCIATES, Cost Accountants, (Firm Registration Number: 003692)**, as Cost Auditors to audit the cost accounts of your Company for the Financial Year 2025-26. The Cost Audit Report for the FY 2025-26 will be filed with the Ministry of Corporate Affairs, in due course.

Further, The Board on the recommendation of the Audit Committee at their meeting held on 17th of July, 2026, Re-appointment of Cost Auditors of the Company for FY 2026-27.

The remuneration of upto Rs. 85,000 (Rupees Eighty-Five Thousand only) exclusive of taxes and out-of-pocket expenses incurred in connection with the aforesaid audit, is proposed to be paid to the Cost Auditors, subject to ratification by the Members of the Company at the ensuing AGM.

The resolution for ratification of the proposed remuneration payable to PAN & ASSOCIATES to audit the cost records of the Company for the financial year ending 31st March 2027, is being placed for the approval of the shareholders of the Company at the ensuing AGM.

Internal Auditor

M/s S Mahajan & Co. (FRN: 033060N), Chartered Accountants was re-appointed as Internal Auditor of the Company at the Board Meeting held on 22nd of May, 2025, to conduct the Internal Audit for the Financial Year 2025-26.

During the period under review, M/s S Mahajan & Co., performed the duties of internal auditor of the Company and his report is reviewed by the Audit Committee. Subsequently, due to other preoccupations, M/s S. Mahajan & Co. expressed their inability to continue as the Internal Auditor of the Company.

Accordingly, the Board of Directors, at its meeting held on 07th May 2026, appointed Bansal Goel and Co. LLP (FRN: N500096), Chartered Accountants, as the Internal Auditor of the Company for FY 2026-27.

28. Reporting of Frauds by Auditors

None of the Auditors of the Company has identified and reported any fraud as specified under the second proviso of Section 143(12) of the Act.

29. Corporate Social Responsibility (CSR)

As part of its initiatives under Corporate Social Responsibility (CSR), the CSR Committee has been entrusted with the prime responsibility of recommending to the Board about Corporate Social Responsibility Policy which shall indicate the activities to be undertaken by the Company as specified in Schedule VII of Companies Act, 2013, the amount of expenditure to be incurred on CSR activities and monitoring the implementation of the framework of the CSR Policy.

The brief outline of the Corporate Social Responsibility (CSR) Policy of the Company as adopted by the Board and the initiatives undertaken by the Company on CSR activities during the year under review are set out in **Annexure-D** of this report in the format prescribed in the Companies (Corporate Social Responsibility Policy) Rules, 2014. For other details regarding the CSR Committee, please refer to the Corporate Governance Report, which is a part of this report. The CSR policy is available on <https://www.sircapaints.com/investors/#policies>

30. Business Responsibility and Sustainability Report

The Business Responsibility and Sustainability Report of the Company for the financial year ended March 31, 2026 as required under Regulation 34(2)(f) of the Listing Regulations forms part of this Report as **Annexure E**.

31. Internal Financial Control Systems and Their Adequacy

The Company's internal financial control systems are commensurate with its size and nature of its operations and such internal financial controls are adequate and are operating effectively. The Company has adopted policies and procedures for ensuring orderly and efficient conduct of the business. These controls have been designed to provide reasonable assurance regarding recording and providing reliable financial and operational information, adherence to the Company's policies, safeguarding of assets from unauthorized use and prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial disclosures.

Other Statutory Disclosures

32. Annual Return

Pursuant to Sections 92(3) and 134(3)(a) of the Act and Rule 12(1) of the Companies (Management & Administration) Rules, 2014, the Annual Return of the Company for FY 2025-26 is available on the website of the Company at: <https://www.sircapaints.com/>

33. Risk Management

The Board of Directors of the Company has constituted a Risk Management Committee to frame, implement, and monitor the risk management plan for the Company. The Committee is responsible for reviewing the risk management plan and its effectiveness. The Company has Risk Management Policy which can be accessed on Company's website <https://www.sircapaints.com/>

34. Vigil Mechanism/Whistle Blower Policy

In order to provide a mechanism to employees of the company to disclose any unethical and improper practices or any other alleged wrongful conduct in the Company and to prohibit managerial personnel from taking any adverse action against those employees, the Company has laid down a Vigil Mechanism also known as Whistle Blower Policy to deal with instance of fraud and mismanagement, if any. The details of the Vigil Mechanism or Whistle Blower Policy is explained in the Corporate Governance Report and also posted on the website of the Company.

35. Details of application made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) and their status

There are no applications made or any proceeding pending under the Insolvency and Bankruptcy Code, 2016 (31 of 2016) during the year

36. Significant and Material Orders

No significant or material orders were passed by the Regulators or Courts or Tribunals which will impact the going concern status and Company's operations in future.

37. Particulars of Loans, Guarantees or Investments Made U/s 186 of the Act

The particulars of loans, guarantees and investments have been disclosed in the financial statements which forms part of this Annual Report.

38. Particulars of Contracts or Arrangements with Related Parties

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 adopted the Related Party Transaction Policy regarding materiality of related party transactions and also on dealings with Related Parties in terms of Regulation 23 of the Listing Regulations and Section 188 of the Act. The policy is available at the following weblink: <https://www.sircapaints.com/investors/#policies>

In terms of the provisions of Section 188(1) of the Act read with the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 23 of the SEBI Listing Regulations, all contracts/ arrangements/ transactions entered into by the Company with its related parties, during the year under review, were in the ordinary course of business of the Company and on an arm's length basis. Details of particulars of contracts or arrangements with related parties referred to in sub-section (1) of Section 188 of the Act in form AOC-2 has been enclosed as **Annexure-F** to the **Directors' Report** as required.

For details on Related Party Transactions, you may refer Notes to financial statements forming part of this Annual Report.

39. Particulars of Employees

The details required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, are annexed as **Annexure-G** and forms part of this report.

Further, as required under the provisions of Rule 5(2) & 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the name and other particulars of employees are set out in **Annexure-H** and forms part of this report.

40. Conservation of Energy & Technology Absorption foreign exchange earnings and outgo

Environmental sustainability is embedded in the Sirca Environmental policy which reflects that the Company pursues the path of Industrial development in harmony with the environment. As part of long-term sustainability, your Company ensures that the products, packaging and operations are safe for employees, consumers, stakeholders and the environment. Your Company ensures this with a focus on technologies, processes and improvements that matter for the environment. As an organization, your Company is committed to the goal of sustainable and inclusive growth.

The Company's manufacturing units are ISO 9001 quality management system, ISO 14001 Environment Management System, ISO 45001, Occupational Health and Safety.

The Company measures progress in energy management through various key indicators of specific power consumption, specific fuel consumption, percentage outage, power cost, power losses etc.

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated **under Section 134 (3) (m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 are as follow:**

☞ Conservation of Energy Measure Taken

The manufacturing units-I, II, III & IV of the Company have continued their efforts to reduce their energy consumption.

1. Some of the key measures taken by all the manufacturing plants are as below:

- Use of Energy efficient motors for all new projects
- Pressure based pumping system for utility pumping
- Elimination of compressed air in packing for vacuum application
- Use of Energy Efficient aluminum Air piping solution to reduce friction losses
- LED lighting for all plants
- Utility using electric pallets to save fuel and run with the clean solar energy
- STP treated water reused for gardening/ toilet flushing
- ETP treated water reused for utility make-up
- Stripping water recycling in tanker cleaning
- Air Dust Collector to clean the environment inside factory
- Fume suction system to recover and remove the hazardous fumes from the factory environment.
- All the utilities are noise free pollution.

- Replacement of old motors and chillers with new and energy efficient ones.

2. Alternate Sources of Energy

- Replacement of high power consuming conventional lights with LED Lights.

☞ Technology Absorption

A. Research and Development (R&D)

1. Specific areas in which R&D carried out by the Company:

- a) New products development in wood coating.
- b) Anti-bacterial paint for interior wall application.
- c) Development of direct to metal finishes for general industries
- d) Collaborative work with academic institutions and vendors and customers
- e) Competitor sample evaluation and benchmarking
- f) Support to customers for smooth introduction of new shades & products on running production line
- g) Innovative shade development & color forecasting for OEM industry
- h) Training to customers on paint Technology & Application to upgrade knowledge & skill
- i) Upgradation of processes for cycle time reduction and energy saving
- j) High solid resin

2. Benefits derived out of the above work:

Development of new products for different applications.

- i) Decorative Products:
 - Polyester paint for interior-exterior application.
 - Low-cost exterior with gloss, rich look and smoother finish.
 - Economy exterior emulsion which is resistant to chalking, flaking, fading and prevent fungi and algae growth.
 - Quick drying, anti-rust, anti-yellowing durable coating system.
 - Economical elastomeric base coat.
- ii) Industrial products:
 - Polyurethane coating with extended durability and weather ability.
 - Mono coat polyurethane finish with higher productivity and energy savings for GI.
 - Direct to metal finish for auto and GI sector.
 - Moisture cured heat resistance coating for GI.
 - High Solid Acrylic Polyol coatings for wood and metals.
 - Glass coating development for decorative and industrial purpose
 - Acrylic coating for decorative and industrials sector.

3. Future Plan of Action:

To develop new products based on advanced technology as per anticipated market need. Special focus will continue towards developing safe and user-friendly products with superior

performance.

b) Technology Absorption, Adoption and Innovation:

i. Efforts, in brief, made towards technology absorption, adoption and innovation

During the year, the Company strengthened its technology absorption and innovation initiatives by entering into a revised long-term agreement with Sirca S.p.A., Italy, extending the collaboration until 2041. Under the arrangement, Sirca S.p.A. will transfer technical know-how for the manufacture of high-quality, high-technology acrylic, UV and polyester-based wood coating products in India, which were previously imported.

The technology transfer will enable the Company to indigenize the production of high-quality, high-technology coatings, enhance manufacturing capabilities, improve product offerings, and reduce dependence on imports. The initiative is expected to provide greater operational efficiency through better inventory management, improved working capital utilization, enhanced supply chain flexibility, and stronger market competitiveness. This collaboration reflects the Company's continued commitment towards technology absorption, adoption of advanced manufacturing processes, and innovation-led growth.

ii. Benefits derived as a result of the above efforts, e.g. product improvement, cost reduction, product development, import substitution etc.

This strategic initiative will allow the Company to cut down on its import bill and inventory days of finished goods, increase its manufacturing in India, and strengthen its operations.

Foreign Exchange Earnings and Outgo

Amount in Lakhs

Foreign Exchange Earnings and Outgo During the Reporting Period	
Foreign exchange inflows	80.03
Foreign exchange outflows	4,184.74

41. Prevention of Sexual Harassment at Workplace

In line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 ("POSH Act"), the Company has adopted a "Policy on Appropriate Social Conduct at Workplace". The Policy is applicable for all employees of the organization, which includes corporate office, manufacturing locations, branches, depots, etc. The Policy is applicable to non-employees as well i.e. business associates, vendors, trainees etc.

The Company has complied with provisions relating to the constitution of Internal Complaints Committee under the POSH Act to redress complaints received on sexual harassment as well as other forms of verbal, physical, written or visual harassment.

During the year under review, the Company did not receive any complaints of sexual harassment and no cases were filed under the POSH Act.

42. Transfer To Investor Education and Protection Fund

The Company was not required to transfer any amount to the Investor Education and Protection Fund (IEPF) during the financial year under review.

43. Stock Options Plans

During the financial year under review the Company does not have any stock option plan in force

44. Human Resource Management

The Company believes in creating an enabling environment for employees to grow and contribute to its overall objective. The employees are provided with adequate learning and development opportunities to sharpen their skill set and drive the performance of the Company. The Company engages with the employees across platforms to strengthen employee stickiness. As on March 31, 2026, the Company has total strength of more than 800 employees.

45. Suspension of Securities of the Company

The securities of the Company have not been suspended from trading of the stock exchange.

46. Details of difference between amount of the Valuation done at the time of One Time Settlement and the Valuation done while taking loans from the Banks or Financial Institution along with the reasons thereof

There are no such events occurred during the period from April 01, 2025 to March 31, 2026, thus no valuation is carried out for the one-time settlement with the Banks or Financial Institutions.

47. Deviation(s)/Variation(s) in Use of Proceeds from Objects Stated in Offer Document

Pursuant to Regulation 32 of SEBI Listing Regulations, The Directors of the company confirm that there has been no deviation(s) / variation(s) in the use of proceeds from the Objects stated in the Prospectus for the FY 2025-26: No Deviation

48. Acknowledgment

The Board of Directors would like to express their sincere appreciation for the assistance and co-operation received from the financial institutions, banks, Government authorities, customers, vendors and members during the year under review. The Boards of Directors also wish to place on record its deep sense of appreciation for the committed services by the Company's executives, staff and workers.

For and on behalf of the Board
Sirca Paints India Limited

	Sd/-	Sd/-
Place: New Delhi	SANJAY AGARWAL	APOORV AGARWAL
Date: 17.07.2026	DIN: 01302479	DIN: 01302537
	Chairman cum Managing Director	Joint Managing Director

Report on Corporate Governance

Pursuant to Schedule V(C) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), a Report on Corporate Governance for the year ended March 31, 2026 is given below:

1. Company's philosophy on Corporate Governance

At Sirca Paints India Limited, Corporate Governance is not merely a legal obligation but a way of conducting business with integrity, transparency, accountability, and ethical responsibility. The Company firmly believes that effective corporate governance practices constitute a strong foundation for sustainable growth, value creation, and long-term success.

Our governance framework is guided by the principles of fairness, transparency, compliance with applicable laws and regulations, ethical business conduct, and equitable treatment of all stakeholders, including shareholders, employees, customers, suppliers, business associates, regulators, and society at large.

The Company is committed to maintaining the highest standards of corporate governance through a professionally competent and independent Board of Directors, robust internal controls, timely and accurate disclosures, effective risk management, and adherence to its Code of Business Conduct and Ethics.

Sirca continuously strives to strengthen stakeholder trust, enhance shareholder value, and uphold its social responsibilities by ensuring that all business decisions and actions are guided by integrity, accountability, and sustainable business practices.

2. Board of Directors ("Board")

The Board of Directors have the ultimate responsibility of ensuring effective management, long term business strategy, general affairs, performance and monitoring the effectiveness of the Company's corporate governance practices. The Managing Director & Joint Managing director reports to the Board and is in charge of the management of the affairs of the Company, executing business strategy in consultation with the Board and achieving annual long term business targets. The Managing Director and Joint Managing Director acts as a link between the Board and the management.

3. Composition of the Board

The Company believes in a well-balanced Board which enriches board discussions and enables effective decision making. The Board has an optimal mix of executive and Non-executive directors who have considerable expertise in the irrespective fields including competencies required in context of Company's businesses.

The composition and size of the Board is reviewed periodically to ensure an optimum mix of directors with complementary skill sets and varied perspectives for constructive debates facilitating more effective decision making.

As on the date of this report, the Board is comprised of 8 directors, 2 (Two) of which are executive promoter directors, 1(One) is Non – executive promoter director, 1(One) non – executive director, 4 (Four) are Independent Directors.

The composition of the Board is in conformity with the requirements of Regulation 17 of the Listing Regulations as well as the Companies Act, 2013 read with the rules issued thereunder.

Details of the Board of Directors, Directorships and Committee Chairpersonships/ Memberships in other companies as on March 31, 2026 are given below:

S. No.	Name of Director	Category	Date of Appointment	No. of Other Directorships (As on 31.03.2026) *	Total No. of Committee positions in Mandatory Committees (As on 31.03.2026) **		
					Chairperson	Member	Total
1.	Mr. Sanjay Agarwal DIN: 01302479	Promoter, Executive Director	19/01/2006	1	1	-	1
2.	Mr. Gurjit Singh Bains DIN: 01977032	Promoter, Non-Executive Director	19/01/2006	1	-	-	-
3.	Mr. Apoorv Agarwal DIN: 01302537	Promoter, Executive Director	19/01/2006	1	-	1	1
4.	Mr. Sanjay Kapoor DIN: 00383275	Independent Director	14/12/2017	-	-	2	2

5.	Mr. Shyam Lal Goyal DIN: 08815530	Independent Director	18/09/2020	-	-	2	2
6.	Mr. Guido Scappini DIN: 10920626	Non-Executive Director	11/02/2025	-	-	-	-
7.	Mr. Aman Arora DIN: 10328333	Independent Director	11/11/2023	-	2	2	4
8.	Mrs. Anu Chauhan DIN: 08500056	Independent Director	04/07/2019	-	2	2	4

* Excluding directorship in Sirca Paints India Limited

- The number of directorships and the positions held by Directors on Board Committees are in conformity with the limits laid down in the Act and SEBI Listing Regulations, as on 31st March, 2026.

**In terms of the provisions of Regulation 26(1) of the SEBI Listing Regulations.

- Committee memberships /chairpersonship in Committees of the Board(s) of all public companies, whether listed or not, have been taken into consideration excluding private limited companies, foreign companies, high value debt listed entities and companies registered under Section 8 of the Act.
- Chairpersonship and memberships of Audit and Stakeholders' Relationship Committees have been considered. Also, the number of membership of Committees includes chairmanship.

The minutes of the Board meetings and Committee meetings are circulated to all directors and committee members, respectively, in compliance with the Secretarial Standard-1 issued by the Institute of Company Secretaries of India (ICSI) for their review, consideration and records. The necessary quorum was present at all meetings. The gap between any two consecutive Board meetings did not exceed one hundred and twenty days. The Board periodically reviews compliance reports in respect of laws and regulations applicable to the Company.

Following are the details of attendance at the 8 Board Meetings held during the financial year ended on March 31, 2026 and the last Extraordinary/Annual General Meeting:

Date of General Meeting	Name of Directors							
	Mr. Sanjay Agarwal	Mr. Gurjit Singh Bains	Mr. Apoorv Agarwal	Mr. Sanjay Kapoor	Mr. Guido Scappini	Mr. Aman Arora	Mrs. Anu Chauhan	Mr. Shyam Lal Goyal
22.05.2025								
14.07.2025								
31.07.2025								
02.08.2025								
11.09.2025								
10.11.2025								
31.01.2026								
31.03.2026								

Date of General Meeting	Name of Directors							
	Mr. Sanjay Agarwal	Mr. Gurjit Singh Bains	Mr. Apoorv Agarwal	Mr. Sanjay Kapoor	Mr. Guido Scappini	Mr. Aman Arora	Mrs. Anu Chauhan	Mr. Shyam Lal Goyal
Extraordinary General Meeting held on 05.08.2025								
Annual General Meeting held on 20/09/2025								

Notes

All Independent Directors of the Company have certified and confirmed their independence in accordance with Section 149 of the Act read with Regulations 16(1)(b) and 25(8) of the SEBI Listing Regulations.

Leave of absence was obtained by Directors and granted in all cases where sought and no one has abstained himself/herself from all the meetings of the Board of Directors held during a period of twelve months with or without seeking leave of absence from the Board. Hence, no one falls under the limit of section 167(1)(b) of the Companies Act, 2013. The necessary quorum was present for all the meetings.

Shareholding of Board of Directors As on 31.03.2026:

Sl. No	Name of Director	Shareholding
1	Mr. Sanjay Agarwal	1,77,60,960
2	Mr. Gurjit Singh Bains	77,32,394
3	Mr. Apoorv Agarwal	11,07,000
4	Mr. Sanjay Kapoor	-
5	Mr. Shyam Lal Goyal	-
6	Mr. Guido Scappini	-
7	Mr. Aman Arora	-
8	Mrs. Anu Chauhan	-

Disclosure of relationship between directors inter-se:

Following Directors are related to each other:

S.No	Name of Director	Name of Related Director	Relationship
1	Mr. Sanjay Agarwal	Mr. Apoorv Agarwal	Son

Access to information

Directors, including Independent Directors, can visit the various manufacturing locations of the Company. They need not necessarily be accompanied by the Managing Director. The purpose is to ensure that the Independent Directors have free and independent access to the Company's officials and records, so that they can form an independent opinion about the situation of the Company. Apart from this, reports of the audit carried out by the internal auditors and the statutory auditors are circulated to all the Directors. Monthly Performance Report is also forwarded to the Chairman and other Independent Directors updating them with the performance on various parameters. It is ensured that the Board receives qualitative and quantitative information in line with the best management practices adopted. The details of familiarization programme for the Independent Directors of the Company is available on the website of the Company at <https://www.sircapaints.com/investors/#policies>

Code of Conduct

The Board has laid down a Code of Conduct for all Board members and senior management personnel of the Company, which is available on the Company website at [CODE-OF-CONDUCT-FOR-BOARD-OF-DIRECTORS-AND-SENIOR-MANAGEMENT.pdf](#)

The Company has obtained confirmations for the compliance with the said code from all its Board members and senior management personnel for the year ended March 31, 2026.

A declaration to this effect given by Mr. Sanjay Agarwal, Chairman cum Managing Director of the Company, is reproduced below:

CODE OF CONDUCT DECLARATION

I, Sanjay Agarwal, Chairman cum Managing Director of Sirca Paints India Limited, to the best of my knowledge and belief, hereby declare that all the Board members and senior management personnel have affirmed compliance with the Company's Code of Conduct for the year ended March 31, 2026.

Place: Delhi

Date: July 17, 2026

Sd/-

Sanjay Agarwal

Chairman cum Managing Director

Core skills/ expertise/ competencies of the Board

The Board comprises qualified members who bring in the required skills, competence and expertise that allow them to make effective contributions to the Board and its committees.

The Board of Directors has identified following skills/ expertise/ competencies fundamental for the effective functioning of the Company:

Management and Leadership Skill	Management and leadership experience in practical understanding in business development, processes, strategic planning, risk management etc.
Business and financial acumen	Demonstrate techno-commercial and business perspective, ability to comprehend, interpret and guide on financial statements, Audit Committee presentations and matters of business.
Strategy and Planning	Strategic choices and experience in guiding and leading management teams to make decisions in uncertain environments.
Functional and managerial experience	Knowledge and skills in accounting and finance, business judgment, general management practices and processes, crisis response and management, industry knowledge, human resources, Indian laws, international markets, sales and marketing, and risk management.
Governance and Compliance	Experience in developing governance practices, serving the best interests of all stakeholders, maintaining board and management accountability and driving corporate ethics and values.

Following is the list of core skills, expertise and competencies of each Director:

Name of the Director	Skills / Expertise / Competencies				
	Management and Leadership Skill	Business and financial acumen	Strategy and Planning	Functional and managerial experience	Governance and Compliance
Mr. Sanjay Agarwal	✓	✓	✓	✓	✓
Mr. Apoorv Agarwal	✓	✓	✓	✓	✓
Mr. Gurjit Singh Bains	✓	✓	✓	✓	✓
Mr. Guido Scappini	✓	✓	✓	✓	✓
Mr. Sanjay Kapoor	✓	-	✓	✓	✓
Mrs. Anu Chauhan	✓	-	✓	✓	✓
Mr. Shyam Lal Goyal	✓	✓	✓	✓	✓
Mr. Aman Arora	✓	✓	✓	✓	✓

Note: Above skills/ expertise/ competencies are broad-based, encompassing several areas of expertise/ experience. Each Director may possess varied combinations of skills/ experience within the described set of parameters, and it is not necessary that all Directors possess all skills/ experience competencies listed therein.

Evaluation of Board:

In terms of the requirement of the Companies Act, 2013 and the listing regulations an annual performance evaluation of the Board is undertaken where the Board formally assesses its own performance with an aim to improve the effectiveness of the Board and the Committees. During the year, Board Evaluation Cycle was completed by the Company internally which included the evaluation of the Board as a whole, Board Committees. The exercise was led by the Chairman along with the Chairman of the Nomination and Remuneration Committee of the Company. The evaluation process focused on various aspects of the functioning of the Board and Committees such as composition of the Board and Committees, experience and competencies, performance of specific duties and obligations, governance issues, etc.

As an outcome of the above exercise, it was noted that the Board as a whole is functioning as a cohesive body which is well engaged with different perspectives. The Board Members from different backgrounds bring about different complementarities that help Board discussions to be rich and value adding. It was also noted that the Committees are functioning well and besides

the Committee's terms of reference as mandated by law, important issues are brought up and discussed in the Committee Meetings. The evaluation exercise also suggested that the Board succession planning exercise has been embedded well in the Board processes.

Independent Directors:

The Independent Directors of the Company have been appointed in accordance with the provisions of Section 149 of the Act and applicable provisions of the SEBI Listing Regulations.

Pursuant to Schedule IV of the Act, every Independent Director has been issued a letter of appointment containing the terms and conditions of his/her appointment. The terms and conditions of appointment have been posted on the website of the Company at <https://www.sircapaints.com/investors/#policies>

Independent director's databank registration

Pursuant to a notification dated 22nd October, 2019 issued by the Ministry of Corporate Affairs, all Independent Directors are registered with the Independent Director's Databank.

Independent Directors are non-executive directors as defined under Regulation 16(1)(b) of the SEBI Listing Regulations and Section 149(6) of the Act along with rules framed thereunder. In terms of Regulation 25(8) of SEBI Listing Regulations, they 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 received from the Independent Directors, the Board of Directors has confirmed that they meet the criteria of independence as mentioned under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations and that they are independent of the management. Further, the Independent Directors have included their names in the data bank of Independent Directors maintained with the Indian Institute of Corporate Affairs in terms of Section 150 of the Act read with Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014

Separate meeting of Independent Directors

In accordance with the provisions of Schedule IV of the Act and Regulation 25 of SEBI Listing Regulations, 1 (One) separate meeting of the Independent Directors were held during the year i.e. on 31st January, 2026, wherein the Internal Auditors and the Statutory Auditors of the Company were also invited. The meeting of the Independent Directors was without the attendance of Non-Independent Directors and members of management.

The names of Independent Directors on the Board and their attendance at the meeting of Independent Directors held during the year under review are as follows:

Name of the Director	Category	Meeting held on 31 st January, 2026
Mrs. Anu Chauhan	Non-Executive Independent Director	Present
Mr. Sanjay Kapoor	Non-Executive Independent Director	Present
Mr. Aman Arora	Non-Executive Independent Director	Present
Mr. Shyam Lal Goyal	Non-Executive Independent Director	Present

The Independent Directors at their meetings also considered:

- Review of the performance of the Non-Independent Directors and the Board as a whole;
- Review of the performance of the Chairman of the Company, taking into account the views of the Executive Directors and Non-Executive Directors;
- Assessing the quality, quantity and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform their duties

Declarations:

The Company has received declarations from the Independent Directors that they meet the criteria of Independence laid down under the Companies Act, 2013 and the listing regulations.

The Board of Directors, based on the declaration(s) received from the Independent Directors, have verified the veracity of such disclosures and confirms that the Independent Directors fulfill the conditions of Independence specified in the Listing regulations and the Companies Act, 2013 and are independent of the management of the Company.

4. Committees of the Board

The Board Committees play a crucial role in the governance structure of the Company and have been constituted to deal with specific areas / activities which concern the Company and need a closer review. The Board Committees are set up under the formal approval of the Board to carry out clearly defined roles which are considered to be performed by members of the Board, as a part of good governance practice. The Board supervises the execution of its responsibilities by the Committees and is responsible for their action. The Chairman of the respective Committees informs the Board about the summary of the discussions held in the Committee Meetings. The minutes of the meetings of all Committees are placed before the Board for review.

During the year Board Committee was reconstituted dated 11th September 2025 as below:

Audit Committee

S. No.	Previous Composition		Current Composition	
	Name of Member	Designation	Name of Member	Designation
1.	Mr. Shyam Lal Goyal	Chairperson	Mr. Aman Arora	Chairperson
2.	Mr. Sanjay Kapoor	Member	Mr. Shyam Lal Goyal	Member
3.	Mr. Apoorv Agarwal	Member	Mr. Sanjay Kapoor	Member
4.	Mrs. Anu Chauhan	Member	Mrs. Anu Chauhan	Member

Nomination and Remuneration Committee

S. No.	Previous Composition		Current Composition	
	Name of Member	Designation	Name of Member	Designation
1.	Mrs. Anu Chauhan	Chairperson	Mrs. Anu Chauhan	Chairperson
2.	Mr. Sanjay Kapoor	Member	Mr. Aman Arora	Member
3.	Mr. Gurjit Singh Bains	Member	Mr. Sanjay Kapoor	Member

Stakeholder Relationship Committee

S. No.	Previous Composition		Current Composition	
	Name of Member	Designation	Name of Member	Designation
1.	Mrs. Anu Chauhan	Chairperson	Mr. Aman Arora	Chairperson
2.	Mr. Sanjay Kapoor	Member	Mrs. Anu Chauhan	Member
3.	Mr. Gurjit Singh Bains	Member	Mr. Sanjay Kapoor	Member

Risk Management Committee

S. No.	Previous Composition		Current Composition	
	Name of Member	Designation	Name of Member	Designation
1.	Mrs. Anu Chauhan	Chairperson	Mrs. Anu Chauhan	Chairperson
2.	Mr. Shyam Lal Goyal	Member	Mr. Aman Arora	Member
3.	Mr. Apoorv Agarwal	Member	Mr. Shyam Lal Goyal	Member

Details of the Board Committees and other related information are provided:

Name of Committee	Extract of Terms of Reference	Category and Composition						Meetings & Attendance
Statutory Committee								
Audit Committee	· Appoints the independent auditor and oversees the auditing process; · Ensures legal and regulatory compliances including the effective implementation of the code of conduct; · Ensures the integrity, accuracy and adequacy of accounting records; · Reviews the business contingency planning process within the group.	Name	Category	Number of Audit Committee Meetings attended during the year ended 31st March, 2026				· 4 Meeting Held during Financial Year 2025-2026 · The Company Secretary of the Company acts as Secretary to the Committee.
				1	2	3	4	
				22.05.2025	02.08.2025	10.11.2025	30.01.2026	
		Mr. Aman Arora#	Chairperson	—	—	✓	✓	
		Mr. Shyam Lal Goyal*	Member	✓	✓	✓	✓	
		Mrs. Anu Chauhan~	Member	✓	✓	✓	✓	
		Mr. Sanjay Kapoor ~	Member	✓	✓	✓	✓	
		Mr. Apoorv Agarwal @	Member	✓	✓	—	—	
		#Mr. Aman Arora was appointed as the Chairperson of the Audit Committee w.e.f. 11th September, 2025; *Mr. Shyam Lal Goyal ceased to be the Chairperson of the Audit Committee and was inducted as a member w.e.f. 11th September, 2025; ~Mr. Sanjay Kapoor and Mrs. Anu Chauhan continued as Members of the Audit Committee during the FY 25-26; and @Mr. Apoorv Agarwal ceased to be a Member of the Audit Committee w.e.f. 11th September, 2025.						
		Nomination and Remuneration Committee	· Prepares and recommends governance principles applicable to the group; · Keeps abreast of best corporate practices; · Evaluate the effectiveness and qualifications of the Board and its committees; · Responsible for Director's succession planning; · Develops and recommends to the Board criteria for the selection of Directors and senior management. · Details of policy of Nomination and Remuneration committee are given below.	Name	Category	Number of Nomination and Remuneration Committee Meetings attended during the year ended 31st March, 2026		
				1				
				22.05.2025				
Mrs. Anu Chauhan#	Chairperson			✓				
Mr. Sanjay Kapoor*	Member			✓				
Mr. Aman Arora~	Member			—				
Mr. Gurjit Singh Bains@	Member			✓				
#Mrs. Anu Chauhan continued as Chairperson of the Nomination and Remuneration Committee during the FY 25-26; *Mr. Sanjay Kapoor continued as a Member of the Committee during the FY 25-26; ~Mr. Aman Arora was appointed as Member of the Committee w.e.f. 11th September, 2025; and @Mr. Gurjit Singh Bains ceased to be a Member of the Committee w.e.f. 11th September, 2025.								

Stakeholders Relationship Committee	· Consider and resolve the grievances of security holders. · Consider and approve issue of share certificates, transfer and transmission of securities, etc. · Redressal of serious complaints received from shareholders/investors on non-receipt of shares after transfer in the physical form, complaints on Non-receipt of annual report, Non receipt of declared dividends etc. · Set forth the policies relating to and to oversee the implementation of Policy for Prevention of Insider Trading and to review the concerns received under the Sirca's Code of Conduct.	Name	Category	Stakeholders Relationship Committee Meetings attended during the year ended 31st March, 2026	· 1 Meeting Held during Financial Year 2025-2026 · The Company Secretary of the Company acts as Secretary to the Committee. · No Complaint were received or remained pending against the company, during the financial year 2025-26.
				1	
				31.01.2026	
		Mrs. Aman Arora#	Chairperson	✓	
		Mr. Anu Chauhan*	Members	✓	
		Mr. Sanjay Kapoor~	Member	✓	
		Mr. Gurjit Singh Bains@	Member	—	
		#Mr. Aman Arora was appointed as the Chairperson of the Stakeholders Relationship Committee w.e.f. 11th September, 2025; *Mrs. Anu Chauhan ceased to be the Chairperson of the Stakeholders Relationship Committee and was inducted as a member of the Committee w.e.f. 11th September, 2025; ~Mr. Sanjay Kapoor continued as a Member of the Committee during the FY 25-26; and @Mr. Gurjit Singh Bains ceased to be a Member of the Committee w.e.f. 11th September, 2025.			
Corporate Social Responsibility Committee	· Formulate and recommend to the board, a CSR Policy indicating the activities to be undertaken by the Company as specified in Schedule VII of the Act. · Recommend the amount of expenditure to be incurred on the activities mentioned in the CSR Policy. · Monitor the CSR Policy. · Review all other matters as applicable under any provisions, laws, rules and regulations of the Companies Act, 2013.	Name	Category	Corporate Social Responsibility Committee Meetings attended during the year ended 31st March, 2026	· 1 Meeting Held during Financial Year 2025-2026 · The Company Secretary of the Company acts as Secretary to the Committee.
				1	
				22.05.2025	
		Mr. Sanjay Agarwal	Chairperson	✓	
		Mr. Apoorv Agarwal	Member	✓	
		Mrs. Anu Chauhan	Member	✓	
		No reconstitution of the Committee during the financial year			

Risk Management Committee	- To formulate a detailed risk management policy which shall include: I. A framework for identification of internal and external risks specifically faced by the listed entity, in particular including financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee. II. Measures for risk mitigation including systems and processes for internal control of identified risks. III. Business continuity plan - To ensure that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company; - To monitor and oversee implementation of the risk management policy, including evaluating the adequacy of risk management systems; - To periodically review the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity; - To keep the board of directors informed about the nature and content of its discussions, recommendations and actions to be taken; - The appointment, removal and terms of remuneration of the Chief Risk Officer (if any) shall be subject to review by the Risk Management Committee.	Name	Category	Risk Management Committee attended during the year ended 31st March, 2026		2 Meeting Held during Financial Year 2025-26 - The Company Secretary of the Company acts as Secretary to the Committee.
				1	2	
				02.09.2025	31.03.2026	
		Mrs. Anu Chauhan#	Chairperson	✓	✓	
		Mr. Aman Arora*	Member	—	✓	
		Mr. Shyam Lal Goyal~	Member	✓	✓	
		Mr. Apoorv Agarwal@	Member	✓	✓	
	#Mrs. Anu Chauhan continued as a Chairperson of the Risk Management Committee during the FY 25-26; *Mr. Aman Arora was appointed as the Member of the Risk Management Committee w.e.f. 11th September, 2025; ~Mr. Shyam Lal Goyal continued as a Member of the Committee during the FY 25-26; and @Mr. Apoorv Agarwal ceased to be a Member of the Committee w.e.f. 11th September, 2025.					
Sexual Harassment Committee (Internal Control Committee)	- During the Financial Year 2025–26, the company formulated the Internal Control Committee (ICC) for prevention of Sexual Harassment at work place; - The Company has formulated a Policy on prevention of Sexual Harassment at workplace for prevention, prohibition and redressal of Sexual Harassment of Women at Workplace (Prevention, Prohibition and redressal) Act, 2013 (hereinafter referred to as "Prevention of Sexual Harassment Act"); - ICC develop a policy against sexual harassment of women in the Company; - It evolve a permanent mechanism for the prevention and redressal of sexual harassment cases and other acts of gender based violence; - It ensures implementation of the policy in letter and spirit through proper reporting of the complaints and their follow-up procedures; - It creates a secure physical and social environment to deter any act of sexual harassment.	Name	Category	Sexual Harassment Committee (Internal Control Committee) attended during the year ended 31st March, 2026		1 Meeting Held during Financial Year 2025-26 - No leave of absence was sorted in the meeting. - No Complaint filed and pending during the financial year 2025-2026. - The Company Secretary of the Company acts as Secretary to the Committee.
				1		
				31.03.2026		
		Seema Ahuja	Chairperson	✓		
		Ayushi Agarwal	Member	✓		
		Sapna Vaish	Member (From External Organization)	✓		
		Shallu	Member	✓		

Director's Remuneration:

The compensation paid to the executive directors (including managing director) is within the scale approved by the shareholders. The elements of the total compensation, approved by the NRC are also within the overall limits specified under the Act.

The elements of compensation of the executive directors are decided by the Board from time to time.

The Executive directors are not paid sitting fees for any Board/ committee meetings attended by them. The remuneration payable by the Company to the executive directors are subject to the conditions specified in the Act and the SEBI Listing Regulations including in terms of monetary limits, approval requirements and disclosure requirements. In case of inadequacy of profit in any financial year, the remuneration payable to the executive directors shall be further subject to the relevant provisions of the Act.

The details of remuneration paid to the Executive and Non-Executive Directors during the financial year 2025-26 are given below:-

(Amount in Lakhs)

Name of Director	Salary	Allowances & Perqui-sites	Contribution to PF	Sitting Fee	Total
Category A: Executive Directors					
Mr. Sanjay Agarwal	161.25	0	4.32	-	165.57
Mr. Apoorv Agarwal	102.91	0	1.80	-	104.71
Category B: Non-Executive Independent Directors/ Non-Executive Directors					
Mr. Gurjit Singh Bains	-	-	-	0.50	-
Mr. Sanjay Kapoor	-	-	-	0.40	-
Mr. Guido Scappini	-	-	-	0.05	-
Mrs. Anu Chauhan	-	-	-	0.45	-
Mr. Aman Arora				0.50	
Mr. Shyam Lal Goyal	-	-	-	0.45	-

Criteria of making payments to Non- Executive Directors:

The Sitting Fee was paid to the Non- Executive Directors within limits approved by the Board of Directors.

Service contracts, notice period, severance fees:

The appointment of the Executive Directors are governed by Resolutions passed by the Shareholders of the Company, which covers the terms and conditions of such appointment, read with the service rule of the Company. A separate service contract is not entered into by the Company with Executive Directors.

Stock option details:

The Company does not have any stock option scheme.

Remuneration to Key Managerial Personnel and other employees

The objective of the policy is to have a compensation framework that will reward and retain talent.

As per the policy, the remuneration is such as to ensure that the correlation of remuneration to performance is clear and meets appropriate performance benchmarks.

Remuneration to Key Managerial Personnel, Senior Management and other employees involves a balance between fixed and variable pay reflecting short and long term performance objectives of the employees in line with the working of the Company and its goals.

Nomination & Remuneration Policy of the Company:

The Nomination & Remuneration Policy of the Company is designed to attract, motivate, improve productivity and retain manpower, by creating a congenial work environment, encouraging initiatives, personal growth and team work, and inculcating a sense of belonging and involvement, besides offering appropriate remuneration packages and superannuation benefits. The Policy emphasize on promoting talent and to ensure long term sustainability of talented managerial persons and create competitive advantage. The policy reflects the Company's objectives for good corporate governance as well as sustained long term value creation for shareholders.

The Remuneration Policy applies to Directors, Senior Management Personnel including its Key Management Personnel (KMPs) and other employees of the Company. When considering the appointment and remuneration of Whole-time Directors, the Nomination and Remuneration Committee inter -alia considers pay and employment conditions in the industry, merit and seniority of person and the paying capacity of the Company. Remuneration of KMPs and senior management personnel is decided by the Managing Director. The remuneration to other employees is fixed as per principles outlined above.

The guiding principle is that the remuneration and the other terms of employment should effectively help in attracting and retaining committed and competent personnel. While designing remuneration packages, industry practices and cost of living are also taken into consideration.

Subsidiary Company

The Company has one unlisted subsidiary company, viz. Sirca Industries Limited, which are not material as per the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Audit Committee of the Company reviews the financial statements of the Subsidiary. The Company monitors performance of its subsidiary company, inter alia, by the following means:

- (i) The Audit Committee reviews the Financial Statements of the subsidiary company, on a quarterly basis.
- (ii) The Board of Directors reviews the Board meeting minutes and statements of all significant transactions and arrangements, if any, of the subsidiary company.

The Company does not have a material Indian subsidiary.

General Body Meetings

Annual General Meeting:

The location, time and resolutions passed in the Annual General Meetings held in last 3 years are given below:

Financial Year Ended	Date	Location	Time	Items Approved by Special Resolution
31 st March, 2023	25 th August, 2023	Through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM")	12:30 P.M.	• NIL
31 st March, 2024	29 th August, 2024	Through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM")	12:30 P.M.	1 (One) Special Resolution was passed in the 19th AGM of the Company, for - consider and approve the re-appointment of Mrs. Anu Chauhan (DIN:08500056), as Non-Executive Independent Director of the Company

31 st March, 2025	20 th Sep-tember, 2025	Through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM")	12:30 P.M.	1 (One) Special Resolution was passed in the 20th AGM of the Company, for - consider and approve the re-appointment of Mr. Shyam Lal Goyal (DIN: 08815530) as a Non-Executive Independent Director of the Company
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Extra ordinary General Meeting:

During the year, an Extraordinary General Meeting (EGM) of the Members of the Company was held during the financial year 2025-26 on August 5, 2025. Details of such resolution as hereunder

- The Company had sought the approval of the shareholders by way of Special Resolutions dated August 05, 2025 for:

Increase in the paid-up share capital of the Company from Rs. 54,80,88,000/- to Rs. 56,79,28,000/- through the issuance of 19,84,000 (Nineteen Lakh Eighty-Four Thousand) fully paid-up Equity Shares of face value Rs. 10/- each on a preferential basis through private placement to non-promoter investors at an issue price of Rs. 379.50/- per Equity Share, including a premium of Rs. 369.50/- per Equity Share.

The aforesaid resolution was duly passed and the results of which were announced on August 08, 2025

Mr. Pravesh Kumar (**Pravesh Kumar & Associates, ICSI Unique Code: S2024DE976000**), Practicing Company Secretaries, was appointed as the Scrutinizer for scrutinizing the remote e-voting and e-voting process during EGM in a fair and transparent manner. Details of the voting pattern are provided below:

Name of Resolution	Type of Resolution	No. of Votes Polled	Votes Cast in Favour		Votes Cast in Against	
			No. of Votes	%	No. of Votes	%
TO ISSUE OF 19,84,000 EQUITY SHARES ON PREFERENTIAL BASIS TO CERTAIN IDENTIFIED NON-PROMOTER PERSONS:	Special Resolution	3,91,66,848	39166246	99.9985	602	0.0015

Procedure for EGM:

The EGM was conducted in accordance with the provisions of Sections 108 and other applicable provisions of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, and MCA General Circular No. 09/2024 dated September 19, 2024, read together with other circulars issued by the MCA from time to time. The Company provided the facility of remote e-voting/e-voting during the EGM to all eligible Members to enable them to cast their votes electronically on the resolution set out in the Notice of the EGM.

Postal Ballot:

No resolution was passed through Postal Ballot during the Financial Year 2025-26.

Means of Communications

The company promptly discloses information on material corporate developments and other events as required under Listing Regulations. Such timely disclosures indicate the good corporate governance practices of the Company. For this purpose, it provides multiple channels of communications through dissemination of information on the on – line portal of the Stock Exchanges, press releases, the Annual Reports and by placing relevant information on its website.

Publication of Financial Information:

Quarterly, half-yearly and Annual Financial results of the Company were published in leading English and vernacular newspapers viz. Financial Express (English) and Jansatta (Hindi).

It is also displayed on official news releases; and presentation made to institutional investors or to the analysts: Relevant information is displayed on the website of the Company at <https://www.sircapaints.com>

Website and News Releases:

In compliance with Regulation 46 of the Listing Regulations, a separate dedicated section under ‘investor relation’ on the Company’s website gives information on various announcement made by the Company, Annual reports, quarterly/half yearly/Nine-months and Annual financial results along with the applicable policies of the Company. The Company’s official new releases and presentations made to the institutional investors and analyst are also available on the Company’s website <https://www.sircapaints.com>. Quarterly compliance reports and other relevant information of interest to the investors are also placed under the Investor Relation sections on the Company’s website.

Stock Exchange:

The Company’s Equity Shares are listed on the BSE Limited and the National Stock Exchange of India Limited.

BSE Limited (“BSE”) Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400001	National Stock Exchange of India Limited (“NSE”) Exchange Plaza, Bandra-Kurla Complex Bandra (E), Mumbai - 400051
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The annual listing fees of the BSE and the NSE for the financial year 2025-26 have been paid

Stock Code:

Stock Exchange	Code
BSE	543686
NSE	SIRCA

ISIN: INE792Z01011

General Shareholder Information

Corporate Identity Number (CIN)	L24219DL2006PLC145092
Registered Office	G-82, Kirti Nagar, Delhi-110015
Website/Email	Website: www.sircapaints.com Email: cs@sircapaints.com
Date, time and venue of Annual General Meeting	The ensuing AGM of the Company will be held on Tuesday, August 11, 2026 at 12:30 P.M. through Video conferencing or Other Audio-Visual means. Notice of the ensuing AGM is separately provided alongwith the Annual Report.
Financial Calendar	April – March
Financial reporting for the quarter ending 30th June, 2026	July-August, 2026

Financial reporting for the quarter ending 30th September, 2026	October-November, 2026
Financial reporting for the quarter ending 31st December, 2026	January-February, 2027
Financial reporting for the year ending 31st March, 2027	April-May, 2027
Dividend Payment Date	Dividend, when declared, will be payable within a period of 30 days from the date of declaration, to those members whose names are registered as such in the Register of Members of the Company as on Friday, July 31, 2026 and to the Beneficiary holders as per the beneficiary list as on Friday, July 31, 2026 provided by National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL").
Depositories	NSDL Address: Trade World, A wing, 4th Floor, Kamala Mills Compound, Lower Parel, Mumbai – 400013 CDSL Address: Marathon Futurex, A-Wing, 25th floor, NM Joshi Marg, Lower Parel, Mumbai 400013 Payment of Depository Fees: Annual Custody/Issuer fees is being paid by the Company within the due date based on invoices received from the Depositories.
International Securities Identification Number (ISIN)	INE792Z01011

Registrar & Share Transfer Agents (RTA):	KFin Technologies Limited Reg: Selenium Building, Tower- B, Plot No. 31 & 32, Financial District, Nanakramguda, serilingampally, Hyderabad, Rangareddy, Telangana, India-500032 Ph: 40-23312454
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Share Transfer System:

In terms of Regulation 40(1) of SEBI Listing Regulations, as amended from time to time, transfer, transmission and transposition of securities shall be effected only in dematerialized form.

Pursuant to SEBI Circular dated January 25, 2022, the listed companies shall issue the securities in dematerialized form only, for processing any service requests from shareholders viz., issue of duplicate share certificates, endorsement, transmission, transposition, etc.

The requests for transmission or transposition of securities held in physical form are registered and returned within a period of 15 days from the date of receipt in case the documents are complete in all respects. The same are placed for consideration of the Stakeholders’ Relationship Committee

After processing the service request, a letter of confirmation will be issued to the shareholders and shall be valid for a period of 120 days, within which the shareholder shall make a request to the Depository Participant for dematerializing those shares. If the shareholders fail to submit the dematerialisation request within 120 days, then the Company shall credit those shares in the Suspense Escrow Demat account held by the Company. Shareholders can claim these shares transferred to Suspense Escrow Demat account on submission of necessary documentation.

Distribution of shareholdings as on 31st March, 2026:

Range of Shareholding Nominal Value		No. of Shareholders	Percentage of Shareholders	Total No. of Shares Held	Total percentage of Shareholding
1 -	500	35799	95.09	2297621	4.05
501 -	1000	915	2.43	676327	1.19
1001 -	2000	405	1.08	592075	1.04
2001 -	3000	159	0.42	399699	0.70

3001 - 4000	54	0.14	192668	0.34
4001 - 5000	53	0.14	249673	0.44
5001 - 10000	98	0.26	754239	1.33
10001 - 20000	66	0.18	1005845	1.77
20001 and above	99	0.26	50624653	89.14
TOTAL	37648	100.00	56792800	100.00

Category of Shareholders	No of shares	% of Total No. of Shares
A. Promoters		
a) Individual/ HUF	26711054	47.03
b) Others	10310966	18.16
Total Shareholding of Promoter(s) and Promoter(s) Group (A)	37022020	65.19
B. Public Shareholding		
1. Institutions		
a) Mutual Funds	46	0.00
b) Foreign Institutional Investors	1213062	2.14
c) Qualified Institutional Buyer	-	-
Sub-total (B)(1):-	1213108	2.14
2. Non-Institutions		
a) Bodies Corp.	2847207	5.01
b) Individuals		
i) Individual shareholders holding nominal share capital up to Rs. 2 lakh	6215833	10.94
ii) Individual shareholders holding nominal share capital in excess of Rs 2 lakh	6699798	11.82
Trust	-	-
Foreign Bodies	2363500	4.16
Non Resident Indians	286035	0.50
Non Resident Indians (Non Repatriation)	145299	0.26
Sub-total (B)(2):-	18557672	32.73
Total Public Shareholding (B)=(B)(1)+ (B)(2)	19770780	34.81
Grand Total (A+B)	56792800	100.00

Dematerialization of shares and liquidity:

Shareholders seeking dematerialisation of their shares need to approach their Depository Participants (DP) with whom they maintain a demat account. The DP will generate an electronic request and will send the physical share certificate along with demat request form to the Registrar and Share Transfer Agent (the "Registrar") of the Company. Upon receipt of the request and share certificate, the Registrar will verify the same and will confirm the demat request. On confirmation, the demat account of the respective shareholder will be credited with equivalent number of shares. In case of rejection of the request, the same shall be communicated to the shareholder through their respective DPs.

As on 31st March, 2026 Company is listed on both Exchanges i.e. BSE &NSE and 99.99% of the paid-up share capital of the Company is in dematerialized forms, except the shares of, 1515 Number of Equity Shares.

Outstanding GDRs / ADRs or warrants or any Convertible Instruments, conversion date and any likely impact on equity:

The Company has not issued any GDRs /ADRs /Warrants or any Convertible Instruments as on financial year ended March 31, 2026

Commodity price risk or foreign exchange risk and hedging activities:

With reference to Circular bearing Ref. No. SEBI/HO/CFD/CMD1/CIR/P/2018/0000000141 dated 15th November, 2018 issued by Securities and Exchange Board of India, on disclosures regarding commodity risks by listed entities, the Company is actively working on mitigating commodity risks and foreign exchange risks.

Commodity Risk

Commodity risk is an integral spectrum of the risk framework of the Company and impacts its financial performance upon fluctuations in the prices of the commodities that are out of control of the Company and are primarily driven by external market forces, government policies and international market changes. The Company does not undertake any commodity hedging activities on any exchange but procures raw materials which are derivatives of various commodities. The Company has a robust framework and governance mechanism in place that ensures Company's interests are protected despite volatility in prices and availability.

Foreign Exchange Risk

The Company is exposed to the risks associated with fluctuations in foreign exchange rates mainly on import of raw materials. It has a well-structured foreign exchange risk management policy. The Company actively monitors the foreign exchange movements and takes forward covers as appropriate to reduce the risks associated with transactions in foreign currencies. Please refer to Note No. 43(d)(i) of Notes to the Standalone Financial Statements towards exposure to currency risk.

Dividend:

Dividend Details

1 st Final dividend for FY 2018 –19 of Rs.1 Per equity share declared on 06 th September, 2019	
1 st Interim Dividend for FY 2019 - 20 of Rs.1.50 Per Equity share declared on 28 th February, 2020	
2 nd Final Dividend for FY 2020-21 of Rs.1.50 Per Equity share declared on 06 th August, 2021	
3 rd Final Dividend for FY 2021-22 of Rs. 2 Per Equity share declared on 25 th July, 2022	
4 th Final Dividend for FY 2022-23 of Rs. 1.5 Per Equity Share recommended by the Board of Directors at its meeting held on 16 th May, 2023	
5 th Final Dividend for FY 2023-24 of Rs. 1.5 Per Equity Share recommended by the Board of Directors at its meeting held on 18 th May, 2024	
6 th Final Dividend for FY 2024-25 of Rs. 1.5 Per Equity Share recommended by the Board of Directors at its meeting held on 22 nd May, 2025	
7 th Final Dividend for FY 2025-26 of Rs. 2 Per Equity Share recommended by the Board of Directors at its meeting held on 07 th May, 2026	

The Company provides the facility for remittance of dividend to members through NACH (National Automated Clearing House) / NEFT (National Electronic Funds Transfer).

Members who have not opted for remittance of dividend through electronic mode and wish to avail the same are required to provide their bank details, including IFSC (Indian Financial System Code) and MICR (Magnetic Ink Character Recognition), to their respective Depository Participants (DPs) for shares held in electronic form or to the Company's RTA held in physical form, as the case may be in order to ensure safe and speedy credit of their dividend into their Bank account.

Dividend income is taxable in the hands of shareholders w.e.f. 1st April, 2020 and the Company is required to deduct tax at source from dividend (TDS) 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 amendments thereof. Further details in this regard have been made available in the Notice for the Company's 21st Annual General Meeting forming part of this Annual Report.

The Company sends TDS certificate to the shareholders at their registered email id or postal address, as the case may be, post payment of the dividend.

Details of Unclaimed Dividend

The details of the outstanding unclaimed dividend as on 31st March, 2026 and corresponding due dates for transfer to IEPF are as under:

Sr. No.	Particulars of Dividend	Amount (in Rs)	Due Dates of Transfer to IEPF
1	Final Dividend 2018-19	4800	October 06, 2026
2	Interim Dividend 2019-20	31,272	March 30, 2027
3	Final Dividend 2020-21	42,893	September 05, 2028
4	Final Dividend 2021-22	33,397	August 23, 2029
5	Final Dividend 2022-23	28,098.55	September 23, 2030
6	Final Dividend 2023-24	80,969.63	September 27, 2031
7	Final Dividend 2024-25	18,176.50	October 27, 2032

Plant Locations:

The Company's plants, which are operative, are located at:

Sl. No.	Location Address	Nature of Location Products Manufactured
1	UNIT I: KHASRA NO. 30/23/2/2 MIN, 24/1 MIN NATHUPUR SUB-TEHSIL RAI, SONIPAT, HARYANA-131029	Manufacturing Plant
2	UNIT II: KHASRA NO. 9/4/2, MIN NATHUPUR, SUB-TEHSIL, RAI, SONIPAT, HARYANA-131029	Manufacturing Plant

3	Unit III: KHASRA NO. 39/6/2/2 MIN, 15/1MIN OF REVENUE OF ESTATE OF VILLAGE, NATHUPUR, NEAR HIGH SCHOOL, WAZIRPUR SABOLI, RAI, SONIPAT, HARYANA, 131029	Manufacturing Plant
5	Unit IV: KHASRA NO 12/13/1 MIN, 18, REVENUE ESTATE OF VILLAGE WAZIDPUR SABOLI, TEHSIL- RAI, DISTT-SONIPAT, HARYANA 131029.	Manufacturing Plant

Confirmation of Compliance with the Corporate Governance Requirements Specified in Regulation 17 to 27 and Clauses (B) to (I) of Sub-Regulation 2 of Regulation 46 of Sebi Listing Regulations

The Company is in compliance with the requirements stipulated under Regulation 17 to 27 read with Schedule V and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of SEBI Listing Regulations, as applicable, with regard to corporate governance.

Reporting of Internal Auditor

The Internal auditors of the Company reports to the Audit Committee

Details of Public Funding Obtained:

During the FY 2025-26, the Company has not raised any moneys by way of initial public offer or further public offer

Related Party Transactions

Related Party Transactions are defined as transfer of resources, services or obligations between the company, its subsidiaries and their related parties, regardless of whether a price is charged. As per Listing Regulations, there have been no materially significant related party transactions with Company's subsidiaries, promoters, directors or the management or their relatives or companies controlled by them etc., which may have conflict with the interest of the Company at large.

Details on Related Party Transactions are shown in note number 42 in the standalone for the financial year ended March 31, 2026.

In compliance of the provisions of Listing Regulations, the policy on dealing with Related Party Transactions has been uploaded on the website of the Company at the following link: <https://www.sircapaints.com/investors/#policies>

Regulation 34(3) compliance of SEBI Listing Regulations

The Company is in compliance with the disclosures required to be made under this report in accordance with the Act and regulation 34(3) read with Schedule V to the SEBI Listing Regulations.

Other Disclosure:

1. The Board has received disclosures from senior management relating to material, financial and commercial transactions where they and/or their relatives have personal interest. There are no materially significant related party transactions which have potential conflict with the interest of the Company at large.
2. There was no non-compliance during the year by the Company on any matter related to Capital Market. There were no penalties imposed on the Company by the Stock Exchanges, Securities and Exchange Board of India or any statutory authority.
3. Material Subsidiaries: The Company does not have a material subsidiary as defined under Regulation 16(1)(c) of the SEBI Listing Regulations.
4. The Company has adopted a Whistle Blower Policy and has established the necessary vigil mechanism for employees and Directors to report concerns about unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct or Ethics policy. The said policy has been posted on the Company's website. The Company affirms that no personnel have been denied access to the Audit Committee of Directors.
5. All mandatory requirements as per Listing Regulations have been complied with by the Company.
6. Disclosure of instances along with the reasons, where the Board of Directors had not accepted any recommendation of any Committee of the Board which is mandatorily required, in the financial year 2025-26:

There was no instance during the financial year 2025-26, where the Board of Directors did not accept the recommendation of any Committee of the Board which it was mandatorily required to accept.

7. The Company has complied with mandatory requirement of the SEBI Listing Regulations. In compliance with the said Regulations, the Company has obtained a certificate from Practicing Company Secretary regarding compliance of conditions of Corporate Governance. The said certificate is annexed to this Report.

Also, certificate from Practicing Company Secretary has been obtained to the effect that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of the Company by the Board or Ministry of Corporate Affairs or any other Statutory Authorities. The said certificate is annexed to this Report

8. Total fees for all services paid by the Company and its subsidiaries, on a consolidated basis, to the Statutory Auditor and all entities in the network firm/network entity of which the Statutory Auditor is a part:

(Amount in Lakhs)

Name of Entity	Fees Paid During FY 2025-26
Sirca Paints India Limited	15.31
Sirca Industries Limited	3.20

9. Disclosures with respect to suspense escrow demat account/ unclaimed suspense account

Particulars	No. of Shareholders	No. of Equity Shares
a) Aggregate number of shareholders and the outstanding shares lying in the Unclaimed Suspense Account as on 1st April, 2025	Nil	Nil
b) Number of shareholders who approached the Company for transfer of shares from the Unclaimed Suspense Account during the year	Nil	Nil

c)	Number of shareholders to whom the shares were transferred from the Unclaimed Suspense Account during the year	Nil	Nil
d)	Number of shareholders whose unclaimed dividends were transferred to the IEPF account in terms of Ministry of Corporate Affairs General Circular No. 12/2017 dated 16th October, 2017	Nil	Nil
e)	Aggregate number of shareholders and the outstanding shares lying in the Unclaimed Suspense Account as on 31st March, 2026	Nil	Nil
f)	It is hereby confirmed that the voting rights on these shares shall remain frozen till the rightful owner of such shares claims the shares.	Nil	Nil

10. Disclosures in relation to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

- a. Number of complaints filed during the financial year 2025-26: **Nil**
b. Number of complaints disposed of during the financial year 2025-26: **Nil**
c. Number of complaints pending as on end of the financial year 2025-26: **Nil**

11. Disclosure by listed entity and its subsidiaries of loans and advances in the nature of loans to firms/companies in which directors are interested by name and amount: There are no loans and advances in the nature of loans to firms/companies in which directors are interested as on 31st March, 2026.

12. No credit rating taken by the Company during the Financial Year under Review

CEO/CFO Certification

A certificate from the CEO and CFO as specified in Part B of Schedule II in terms of Regulation 17(8) of the SEBI Listing Regulations, was placed before the meeting of the Board of Directors held on 07th May, 2026, to approve the Audited Financial Results and Audited Financial Statements of the Company for the financial year ended 31st March, 2026. The Said Certificate is enclosed with the Annual report as annexure to the Corporate Governance Report.

Particulars	Regulations	Details	Website
Related Party Transactions	Regulation 23 of SEBI Listing Regulations and as defined under the Companies Act, 2013.	- No material significant transactions that may have potential conflict with the interests of the Company have occurred during the financial year 2025-26. - The POLICY ON DEALINGS & MATERIALITY OF RELATED PARTY TRANSACTIONS placed on the website of the Company.	https://www.sircapaints.com/investors/#policies
Details of Non-compliance by the Company, penalty, strictures imposed on the Company by the Stock Exchange, or Securities and Exchange Board of India ('SEBI') or any statutory authority on any matter related to capital markets	Schedule V Part C Point 10(b) to the SEBI (LODR) Regulations, 2015.	The Company has complied with the requirements of the Stock Exchanges/ SEBI and other statutory authorities as applicable. No penalty or strictures were imposed on the Company by these authorities.	N.A

Whistle Blower Policy and Vigil Mechanism	Regulation 22 of SEBI (LODR) Regulations, 2015.	The Company has adopted a Vigil Mechanism and has established the necessary vigil mechanism for directors and employees to report concerns about unethical behavior. The said policy has been uploaded on the website of the Company.	https://www.sircapaints.com/investors/#policies
Policy on Archival and Preservation of Documents	Regulation 9 of SEBI Listing Regulations	The Company has adopted a Policy on Archival and Preservation of Documents.	https://www.sircapaints.com/investors/#policies
Details of compliance with the mandatory requirements and adoption of non-mandatory requirements of SEBI (LODR) Regulations, 2015, relating to Corporate Governance	Regulation 27(1) as specified in Part E of Schedule II of SEBI (LODR) Regulations, 2015.	The Company has complied with all mandatory requirements listed in Regulation 27(1) as specified in Part E of Schedule II of the SEBI Listing Regulations.	https://www.sircapaints.com/investors/#policies
Accounting Treatment and Compliance with Accounting Standards	Companies (Indian Accounting Standards (IND AS) Rules, 2015 under Section 133 of the Companies Act, 2013.	- The Company has followed and prepared the Financial Statements in accordance with the Indian Accounting Standards (IND AS). - The significant accounting policies which are consistently applied have been set out in the Notes to the Financial Statements.	-
Code of Conduct	Para D of Schedule V of SEBI (LODR) Regulations, 2015.	- In compliance with Regulation 26(3) of the Listing Regulations and the Companies Act, 2013, adopted, framed a Code of Conduct and posted on the website of the company. - The Code is applicable to the members of Board, the executive officers and all employees of the Company. - Declaration of code of conduct is given as below Table	https://www.sircapaints.com/investors/#policies

Prevention of Insider Trading	SEBI (Prohibition of insider trading) Regulations, 2015.	- The board has laid down Code of Conduct for insider trading in Compliance with regulation; - All the directors and Senior Management Personnel who are expected to have access to Unpublished Price Sensitive Information concerning the Company, is responsible for adherence to this code.	https://www.sircapaints.com/investors/#policies
Dividend Distribution Policy	Regulation 43A SEBI (LODR) Regulations, 2015.	The Company has adopted the Dividend Distribution Policy to determine the distribution of dividends in accordance with the provisions of applicable laws.	https://www.sircapaints.com/investors/#policies

DECLARATION

(Pursuant to Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

I, Sanjay Agarwal, Chairman cum Managing Director of the Company, do hereby declare that all the Board members and senior management personnel of the Company affirmed compliance with the code of conduct, adopted by the Company, for the Board of Directors and Senior Management of the Company.

Place: New Delhi
Date: July 17, 2026

Sd/-
Sanjay Agarwal
DIN: 01302479
Chairman Cum Managing Director

CERTIFICATE ON COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

To,
The Members of
Sirca Paints India Limited
G-82, Kirti Nagar, Delhi-110015

We have examined the compliance of conditions of corporate governance by Sirca Paints India Limited ("the Company") for the Financial year ended March 31st, 2026 as stipulated under Regulations 17 to 27, clauses (b) to (i) of Regulation 46(2) and paragraphs C, D and E of Schedule V to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').

The compliance of conditions of corporate governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of corporate governance. It is neither an audit nor an expression of an opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to our examination of the relevant records and the explanations given to us, we certify that the Company has complied with the conditions of corporate governance as stipulated under Listing Regulations for the year ended 31 March 2026.

We state that such compliance 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.

For Pravesh Kumar and Associates
Practicing Company Secretaries
ICSI Unique Code: S2024DE976000
Peer Review Cert. No.: 6456/2025

Sd/-
Pravesh Kumar
ACS: 60671 | COP: 27218
UDIN: A060671H000867719

Date: July 17, 2026
Place: Delhi

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
Sirca Paints India Limited
G-82, Kirti Nagar, Delhi-110015

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of Sirca Paints India Limited, having CIN:L24219DL2006PLC145092 and having registered office at G-82, Kirti Nagar, Delhi-110015 (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 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 & its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the financial year ended on 31st March, 2026 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority:

Sl. No.	Name of the Director	DIN / PAN	Date of Appointment
1	Mr. Sanjay Agarwal	01302479	19/01/2006
2	Mr. Apoorv Agarwal	01302537	19/01/2006
3	Mr. Gurjit Singh Bains	01977032	19/01/2006
4	Mr. Sanjay Kapoor	00383275	14/12/2017
5	Mr. Aman Arora	10328333	11/11/2023
6	Mr. Guido Scappini	10920626	11/02/2025
7	Mrs. Anu Chauhan	08500056	04/07/2019
8	Mr. Shyam Lal Goyal	08815530	18/09/2020

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 is 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.

For Pravesh Kumar and Associates
Practicing Company Secretaries
ICSI Unique Code: S2024DE976000
Peer Review Cert. No.: 6456/2025

Sd/-
Pravesh Kumar
ACS: 60671 | COP: 27218
UDIN: A060671H000867818

Date: July 17, 2026
Place: Delhi

**CERTIFICATION BY THE CHIEF EXECUTIVE OFFICER AND
CHIEF FINANCIAL OFFICER OF SIRCA PAINTS INDIA LIMITED**

To,
 The Board of Directors
 Sirca Paints India Limited

- A. We have reviewed financial statements and the cash flow statement of Sirca Paints India Limited for the year ended March 31st, 2026 and that to the best of our knowledge and belief:
- 1) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

2) These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- D. We have indicated to the auditors and the Audit committee, wherever applicable:
1. significant changes in internal control over financial reporting during the year;

2. significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and

3. Instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Sd/-
 Sanjay Agarwal
 (Chairman cum Managing Director)

Place: Delhi
 Date: 17.07.2026

Sd/-
 Shallu
 (Chief Financial Officer)

Place: Delhi
 Date: 17.07.2026

Form AOC-1

(Pursuant to first provision 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 or Associate companies or Joint ventures

Part- A Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in Rs.)

1. CIN: U24290DL2020PLC359767
2. Name of the subsidiary: Sirca Industries Limited
3. The date since when subsidiary was Incorporated: 03rd Day of January, 2020
4. Reporting period for the subsidiary concerned, if different from the holding company's reporting period: N.A.
5. Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries: N.A.
6. Share capital: Rs. 10,00,000
7. Reserves and surplus: Rs. (10,00,000)
8. Total assets: Nil
9. Total Liabilities: Nil
10. Investments: NIL
11. Turnover: NIL
12. Profit before taxation: NIL
13. Provision for taxation: NIL

14. Profit after taxation: NIL
15. Proposed Dividend: NIL
16. Extent of shareholding (in percentage): Nil

Notes: The following information shall be furnished at the end of the statement:

1. Names of subsidiaries which are yet to commence operations as at 31st March, 2026-Ni
2. Names of subsidiaries which have been liquidated or sold during the year- Nil

Since the company does not have any Associates or Joint Ventures, information pertaining to Part "B" to this form relating to Associates and Joint Ventures is not given

For and on behalf of the Board
Sirca Paints India Limited

	Sd/-	Sd/-
Place: New Delhi	Sanjay Agarwal	Apoorv Agarwal
Date: July 17, 2026	DIN: 01302479	DIN: 01302537
	Chairman cum Managing Director	Joint Managing Director

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2024

[Pursuant to Section 204(1) of the Companies Act, 2013
and Rule No. 9 of the Companies
(Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
Sirca Paints India Limited,
CIN: L24219DL2006PLC145092
G-82, Kirti Nagar, Delhi-110015

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **SIRCA PAINTS INDIA LIMITED** (hereinafter called the "Company"). Secretarial Audit 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 Company's books, papers, minute books, 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 March 31, 2026, 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.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2026 according to the provisions of:

- (i) The Companies Act, 2013 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 (ECB).

- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
- The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
 - The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(Not Applicable to the Company during the Audit Period)**
 - SEBI (Issue and Listing of Non-convertible Redeemable Preference shares) Regulations, 2013; **(Not Applicable to the Company during the Audit Period)**
 - The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not Applicable to the Company during the Audit Period)**
 - 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. **(Not Applicable to the Company during the Audit Period)**
 - The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021. **(Not Applicable to the Company during the Audit Period)**
 - The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 **(Not Applicable to the Company during the Audit Period)**

(vi) The management has confirmed that other laws applicable as mentioned below to the Company are complied with:

- The Information Technology Act, 2000 and the rules made thereunder;
- The Environment (Protection) Act, 1986 and the rules made there under;
- The Factory Act, 1948 and the rules made there under;
- The Manufacture and other waste (Management and Trans boundary Movement) Rules, 2016;
- The Manufacture, Storage, and import of Hazardous Chemicals rules, 1989

- The Water (Prevention and Control of Pollution) Act, 1974 and Water (Prevention and Control pollution) Rules, 1975.
- The Air (Prevention and Control of Pollution) Act, 1981 and the Air (Prevention and Control of Pollution) Rules, 1982;
- The Indian Contract Act, 1872, as amended from time to time;
- The Trade Mark Act, 1999, as amended from time to time;
- Legal Metrology Act, 2009, as amended from time to time; and
- Micro, Small and Medium Enterprises Development Act, 2006, as amended from time to time;

We have also examined compliance with the applicable clauses of the following:

- Secretarial Standards issued by The Institute of Company Secretaries of India and notified by Ministry of Corporate Affairs
- The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- Listing Agreements entered into by the Company with BSE Limited and National Stock Exchange of India Limited

During the year under review, the Company has complied with the provisions of the Acts, Rules, Regulations, Guidelines and Standard mentioned above.

We report that, the compliance by the company of applicable financial laws such as direct and indirect tax laws and maintenance of financial records and books of accounts have not been reviewed in this audit since the same have been subject to review by the statutory financial auditors, tax auditors and other designated professionals.

We further report that:

- the Board of directors of the company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors.

2. Adequate notice of meetings of the Board of Directors were given to all directors and agenda and detailed agenda notes in respect of such meetings, except where consent of the directors was received for scheduling meeting at a shorter notice, were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
3. As per the minutes of the meetings duly recorded and signed by the chairman, the decisions of the Board were unanimous and no dissenting views have been recorded.

We further report that, based on the information provided and the representation made by the company and also on the review of the compliance certificates/ report taken on record by the Board of Directors of the company, in my opinion 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.

We further report that:

- a. The company is in under process of complying with the FEMA provisions with respect to non-filing of FC-TRS for the financial year 2008-09 and 2009 -2010.

and except the above, there were no other specific actions/events in pursuance of the above-referred laws, rules, regulations, guidelines, etc., having a major bearing on the Company's affairs.

For **Pravesh Kumar and Associates**
Practicing Company Secretaries
ICSI Unique Code: S2024DE976000
Peer Revie Cert. No.: 6456/2025

Sd/-
Pravesh Kumar
ACS: 60671 | COP: 27218
UDIN: A060671H000866993

Date: July 17, 2026
Place: New Delhi

Note: This report is to be read with my letter of even date which is annexed as Annexure and forms an integral part of this report.

Annexure to the Secretarial Audit Report

To,
The Members of
Sirca Paints India Limited
CIN: L24219DL2006PLC145092
G-82, Kirti Nagar, Delhi-110015

1. The Secretarial Audit Report of even date is to be read along with this letter. 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 followed provide 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. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations 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 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 **Pravesh Kumar and Associates**
Practicing Company Secretaries
ICSI Unique Code: S2024DE976000
Peer Revie Cert. No.: 6456/2025

Sd/-
Pravesh Kumar
ACS: 60671 | COP: 27218
UDIN: A060671H000866993

Date: July 17, 2026
Place: New Delhi

Annexure 'D' To the Directors' Report

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) ACTIVITIES FOR THE FINANCIAL YEAR 2025-26

1.	A brief outline of the Company's CSR Policy, including overview of projects or programmes proposed to be taken	:	To support and endeavor to bring about positive difference to communities where we exist. Through the CSR initiatives, the Company strives to provide equitable opportunities for sustainable growth, thereby aligning with our goal to build Sirca Paints India Limited into an organization which maximizes Stakeholders Value. The Company would engage in activities whereby business further contributes to make a positive and distinguishing impact on the environment, customers and other stakeholders. Core areas as per the CSR Policy – Education, Sports, Health & Medical Care, Community at large, Environment etc. The Company's CSR policy can be accessed on: https://www.sircapaints.com/investors/#policies				
2.	Composition of the CSR Committee	:	Sl. No.	Name of Director	Designation / Nature of Directorship	Number of meetings of CSR Committee held	Number of meetings of CSR Committee attended during the year
			1	Mr. Sanjay Agarwal	Chairman cum Managing Director-Chairperson	1	1
			2	Mr. Apoorv Agarwal	Joint Managing Director-Member	1	1
			3	Mrs. Anu Chauhan	Independent Director-Member	1	1
3.	Provide the web-link where Composition of CSR Committee, CSR Policy and CSR Projects approved by the board are disclosed on the website of the Company	:	Composition of the CSR Committee shared above and is available on the Company's website on https://www.sircapaints.com/investors/#COMMITTEES CSR Policy - https://www.sircapaints.com/investors/#policies CSR Projects - https://www.sircapaints.com/investors/#corporate-social-responsibility-head				
4.	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)	:	Not Applicable				

5.	Details of the amount available for set off in pursuance of sub-rule (3) of Rule 7 of the Companies (Corporate Social Responsibility Policy) Rules, 2014 and amount required for set off for the financial year, if any:	Sl. No.	Financial Year	Amount available for set-off from preceding financial years (in ₹)	Amount required to be set-off for the financial year, if any (in ₹)
		NIL			
6.	Average net profit of the Company for the three immediately preceding financial years	:	Rs. 65,16,75,878/- (Rupees Sixty Five Crore Sixteen Lakh Seventy-Five Thousand Eight Hundred Seventy-Eight Only)		
7.	a) Two percent of average net profit of the Company as per Section 135(5)	:	Rs. 1,30,33,518/- (Rupees One Crore Thirty Lakh Thirty-Three Thousand Five-Hundred Eighteen Only)		
	b) Surplus arising out of the CSR projects or programmes or activities of the previous financial years	:	Nil		
	c) Amount required to be set off for the financial year, if any	:	Nil		
	d) Total CSR obligation for the financial year (7a+7b-7c)	:	Rs. 1,30,33,518/- (Rupees One Crore Thirty Lakh Thirty-Three Thousand Five-Hundred Eighteen Only)		

8.	a) CSR amount spent or unspent for the financial year	:	<table><tr><th rowspan="3">Total Amount Spent for the Financial Year (in Rs.)</th><th colspan="5">Amount Unspent (in Rs.)</th></tr><tr><th colspan="2">Total Amount transferred to Unspent CSR Account as per Section 135(6)</th><th colspan="3">Amount transferred to any fund specified under Schedule VII as per second proviso to Section 135(5)</th></tr><tr><th>Amount</th><th>Date of transfer</th><th>Name of the Fund</th><th>Amount</th><th>Date of transfer</th></tr><tr><td>Rs. 1,30,50,000 /-</td><td colspan="2">Nil</td><td colspan="3">Not Applicable</td></tr></table>										Total Amount Spent for the Financial Year (in Rs.)	Amount Unspent (in Rs.)					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 Section 135(5)			Amount	Date of transfer	Name of the Fund	Amount	Date of transfer	Rs. 1,30,50,000 /-	Nil		Not Applicable																							
	Total Amount Spent for the Financial Year (in Rs.)	Amount Unspent (in Rs.)																																																					
		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 Section 135(5)																																																			
		Amount	Date of transfer	Name of the Fund	Amount	Date of transfer																																																	
	Rs. 1,30,50,000 /-	Nil		Not Applicable																																																			
b) Details of CSR amount spent against ongoing projects for the financial year	:	The Company does not have any ongoing Project during the Financial year 2025-26.																																																					
c) Details of CSR amount spent against other than ongoing projects for the financial year	:	<table><tr><th rowspan="2">Sl. No.</th><th rowspan="2">Name of the Project.</th><th rowspan="2">Item from the list of activities in Schedule VII to the Act.</th><th rowspan="2">Local area (Yes/ No)</th><th colspan="2">Location of the project.</th><th rowspan="2">Amount spent for the project (in Rs.)</th><th rowspan="2">Mode of implementation - Direct (Yes/ No)</th><th colspan="2">Mode of Implementation - through Implementing Agency</th></tr><tr><th>State</th><th>District</th><th>Name</th><th>CSR Registration number</th></tr><tr><td>1</td><td>Operation and maintenance of Education Institution and Skill Development of Students</td><td>Promoting Education of underprivileged children of society</td><td>Yes</td><td>Haryana</td><td>Fatehabad</td><td>1,25,00,000/-</td><td>Indirect</td><td>LALA KLINDAN LAL MEMORIAL SOCIETY</td><td>CSR00009929</td></tr><tr><td>3</td><td>Promoting Education</td><td>Education of underprivileged children of society</td><td>Yes</td><td>Delhi</td><td>West Delhi</td><td>5,50,000/-</td><td>Indirect</td><td>Shikshyaly</td><td>CSR00019440</td></tr><tr><td colspan="6">Total</td><td>1,30,50,000/-</td><td></td><td></td><td></td></tr></table>										Sl. No.	Name of the Project.	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/ No)	Location of the project.		Amount spent for the project (in Rs.)	Mode of implementation - Direct (Yes/ No)	Mode of Implementation - through Implementing Agency		State	District	Name	CSR Registration number	1	Operation and maintenance of Education Institution and Skill Development of Students	Promoting Education of underprivileged children of society	Yes	Haryana	Fatehabad	1,25,00,000/-	Indirect	LALA KLINDAN LAL MEMORIAL SOCIETY	CSR00009929	3	Promoting Education	Education of underprivileged children of society	Yes	Delhi	West Delhi	5,50,000/-	Indirect	Shikshyaly	CSR00019440	Total						1,30,50,000/-			
Sl. No.	Name of the Project.	Item from the list of activities in Schedule VII to the Act.	Local area (Yes/ No)	Location of the project.		Amount spent for the project (in Rs.)	Mode of implementation - Direct (Yes/ No)	Mode of Implementation - through Implementing Agency																																															
				State	District			Name	CSR Registration number																																														
1	Operation and maintenance of Education Institution and Skill Development of Students	Promoting Education of underprivileged children of society	Yes	Haryana	Fatehabad	1,25,00,000/-	Indirect	LALA KLINDAN LAL MEMORIAL SOCIETY	CSR00009929																																														
3	Promoting Education	Education of underprivileged children of society	Yes	Delhi	West Delhi	5,50,000/-	Indirect	Shikshyaly	CSR00019440																																														
Total						1,30,50,000/-																																																	
d) Amount spent in Administrative Overheads	:	Nil																																																					
e) Amount spent on Impact Assessment, if applicable	:	Nil																																																					
f) Total amount spent for the Financial Year (8b+8c+8d+8e)	:	Rs. 1,30,50,000/-																																																					

	g) Excess amount for set off, if any	:	<table><tr><th>Sl. No.</th><th>Particulars</th><th>Amount</th></tr><tr><td></td><td>Two percent of average net profit of the Company as per Section 135(5)</td><td>Rs. 1,30,33,518/-</td></tr><tr><td></td><td>Total amount spent for the financial year</td><td>Rs. 1,30,50,000/-</td></tr><tr><td></td><td>Excess amount spent for the financial year</td><td>Rs. 16,482/-</td></tr><tr><td></td><td>Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any</td><td>-</td></tr><tr><td></td><td>Amount available for set off in succeeding financial years</td><td>Rs. 16,482/-</td></tr></table> Note: The Excess amount spent in the current financial year will not be carried forward to succeeding financial years.					Sl. No.	Particulars	Amount		Two percent of average net profit of the Company as per Section 135(5)	Rs. 1,30,33,518/-		Total amount spent for the financial year	Rs. 1,30,50,000/-		Excess amount spent for the financial year	Rs. 16,482/-		Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-		Amount available for set off in succeeding financial years	Rs. 16,482/-
Sl. No.	Particulars	Amount																							
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	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	-																							
	Amount available for set off in succeeding financial years	Rs. 16,482/-																							
9.	a. Details of Unspent CSR amount for the preceding three financial years:	:	<table><tr><th rowspan="2">Sl. No.</th><th rowspan="2">Amount transferred to Unspent CSR Account under Section 135(6) (in Rs.)</th><th rowspan="2">Amount spent in the reporting Financial Year (in Rs.)</th><th colspan="3">Amount transferred to any fund specified under Schedule VII as per Section 135(6), if any</th><th rowspan="2">Amount remaining to be spent in succeeding financial years (in Rs.)</th></tr><tr><th>Name of the Fund</th><th>Amount (in Rs.)</th><th>Date of transfer</th></tr><tr><td colspan="7">NA</td></tr></table>					Sl. No.	Amount transferred to Unspent CSR Account under Section 135(6) (in Rs.)	Amount spent in the reporting Financial Year (in Rs.)	Amount transferred to any fund specified under Schedule VII as per Section 135(6), if any			Amount remaining to be spent in succeeding financial years (in Rs.)	Name of the Fund	Amount (in Rs.)	Date of transfer	NA							
Sl. No.	Amount transferred to Unspent CSR Account under Section 135(6) (in Rs.)	Amount spent in the reporting Financial Year (in Rs.)	Amount transferred to any fund specified under Schedule VII as per Section 135(6), if any			Amount remaining to be spent in succeeding financial years (in Rs.)																			
			Name of the Fund	Amount (in Rs.)	Date of transfer																				
NA																									
	b. Details of CSR amount spent in the financial year for ongoing projects of the preceding financial year(s)	:	<table><tr><th>Sl. No.</th><th>Project ID</th><th>Name of the Project</th><th>Financial Year in which the project was commenced</th><th>Project duration</th><th>Total amount allocated for the project (in ₹)</th><th>Amount spent on the project in the reporting Financial Year (in ₹)</th><th>Cumulative amount spent at the end of reporting Financial Year (in ₹)</th><th>Status of the project - Completed/ Ongoing</th></tr><tr><td colspan="9">Nil</td></tr></table>					Sl. No.	Project ID	Name of the Project	Financial Year in which the project was commenced	Project duration	Total amount allocated for the project (in ₹)	Amount spent on the project in the reporting Financial Year (in ₹)	Cumulative amount spent at the end of reporting Financial Year (in ₹)	Status of the project - Completed/ Ongoing	Nil								
Sl. No.	Project ID	Name of the Project	Financial Year in which the project was commenced	Project duration	Total amount allocated for the project (in ₹)	Amount spent on the project in the reporting Financial Year (in ₹)	Cumulative amount spent at the end of reporting Financial Year (in ₹)	Status of the project - Completed/ Ongoing																	
Nil																									

10.	In case of creation or acquisition of capital asset, furnish the details relating to the asset so created or acquired through CSR spent in the financial year: (a) Date of creation or acquisition of the capital asset(s). (b) Amount of CSR spent for creation or acquisition of capital asset. (c) Details of the entity or public authority or beneficiary under whose name such capital asset is registered, their address etc. (d) Provide details of the capital asset(s) created or acquired (including complete address and location of the capital asset).	:	Nil
11.	Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per Section 135(5)	:	Not Applicable

Place: Delhi
Date: July 17, 2026

Sd/

Sanjay Agarwal
(Chairman cum Managing Director)
Chairman of the Committee

BUSINESS RESPONSIBILITY & SUSTAINABILITY REPORT

Sirca Paints India Limited (“Sirca”) is a leading name in the Indian wood coatings industry, bringing over two decades of expertise to the manufacturing and sale of wood coatings and decorative paints. The Company markets its products under a portfolio of owned and exclusively licensed brands, including Sirca, Unico, San Marco, and Durante Vivan. In line with its growth strategy, Sirca is significantly strengthening its domestic manufacturing capabilities by establishing additional production facilities and infrastructure across the East, West, and South Indian regions, reinforcing its market presence nationwide.

SECTION A: GENERAL DISCLOSURE

I. Details of the listed entity

1.	Corporate Identity Number (CIN)	L24219DL2006PLC145092	
2.	Name of the Listed Entity	Sirca Paints India Limited	
3.	Year of incorporation	2006	
4.	Registered Office Address	G-82 Kirti Nagar West Delhi 110015	
5.	Corporate address	Same as mentioned above	
6.	E-mail	info@sircapaints.com	
7.	Telephone	011-42083083	
8.	Website	https://www.sircapaints.com/	
9.	Date of Start of Financial Year	Start Date	End Date
	Financial Year	1st April, 2025	31st March, 2026
	Previous Year	1st April, 2024	31st March, 2025
	Prior To Previous Year	1st April, 2023	31st March, 2024
10.	Name of the Stock Exchange(s) where shares are listed	1. BSE Limited (BSE), 2. National Stock Exchange of India Limited (NSE)	
11.	Paid-up capital	INR 56,79,28,000.00/- divided into 5,67,92,800.00/- Equity Shares of INR 10 each	
12.	Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report:	Name: Hira Kumar Designation: Company Secretary & Compliance Officer Tel.no: 011-42083083 Email: cs@sircapaints.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).	This report is based on 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.	Import & Trading of Paints products	Import & Trading of Paints products	23.42%
2.	Manufacturing of Paints	Manufacturing of Paints	76.58%

15. Name Products/Services sold by the entity (accounting for 90% of the entity’s turnover):

S. No.	Products/Services	NIC Code	% of Turnover of the entity
1.	Import & Trading of Paints products	46634	23.42%
2.	Manufacturing of Paints	20221	76.58%

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	4	19	23
International	0	0	0

17. Market served by the entity:

a. Number of locations:

Locations	Number
National (No. of States)	13
International (No. of Countries)	1

b. What is the contribution of exports as a percentage of the total turnover of the

c. A brief on type of customers.

The Company primarily caters to two customer segments:

Retail

The Company serves its retail customer base through an extensive and expanding distribution network comprising over 4000+ dealers, complemented by a network of 20+ branches and depots strategically positioned across its key markets. This retail segment remains a significant contributor to the Company’s overall business, accounting for approximately 70% of total revenue.

OEMs

Since its inception, Sirca has maintained close collaborations with furniture and fixture manufacturers, drawing on this deep engagement to develop products that reflect a thorough understanding of OEM requirements. As early adopters of premium wood coating solutions in India, OEMs have played a pivotal role in shaping the Company’s product offerings. Sirca has consequently established itself as the preferred—and, in many instances, the sole—supplier of wood coatings to furniture manufacturers. This position has been reinforced through robust technical and after-sales support, ensuring high levels of customer satisfaction and enduring client relationships. The OEM segment, comprising a well-diversified base of approximately 900+ clients, contributes nearly 30% of the Company’s total revenue.

IV. Employees

18. Details as at the end of Financial Year i.e., 31.03.2026:

a. Employees and workers (including differently abled):

S. No.	Particulars	Total(A)	Male		Female	
			No. (B)	% (B/A)	No. (C)	% (C/A)
	EMPLOYEES	603	555	92%	48	8%
1.	Permanent (D)	543	500	92%	43	8%
2.	Other than Permanent (E)	60	55	92%	5	8%
3.	Total Employees (D+E)	603	555	92%	48	8%
	WORKERS	209	189	90%	20	10%
4.	Permanent (F)	181	166	92%	15	8%
5.	Other than Permanent (G)	28	23	82%	5	18%
6.	Total workers (F + G)	209	189	90%	20	10%

b. Differently abled employees and workers:

S. No.	Particulars	Total(A)	Male		Female	
			No. (B)	% (B/A)	No. (C)	% (C/A)
	DIFFERENTLY ABLED EMPLOYEES	0	0	0%	0	0%
1.	Permanent (D)	0	0	0%	0	0%
2.	Other than Permanent (E)	0	0	0%	0	0%
3.	Total Differently Abled Employees (D+E)	0	0	0%	0	0%
	DIFFERENTLY ABLED WORKERS	0	0	0%	0	0%
4.	Permanent (F)	0	0	0%	0	0%
5.	Other than Permanent (G)	0	0	0%	0	0%
6.	Total Differently Abled workers (F + G)	0	0	0%	0	0%

19. Participation/Inclusion/Representation of women:

	Total (A)	No. and percentage of Females	
		No. (B)	% (B/A)
Board of Directors	6	1	16.67%
Key Managerial Personnel	4	1	25.00%

20. Turnover rate for permanent employees and workers

(Disclose trends for the past 3 year)

	FY 2025-26			FY 2024-25			FY 2023-24		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent employees (%)	92%	8%	100%	90%	10%	100%	91%	9%	100%
Permanent workers (%)	92%	8%	100%	96%	4%	100%	95%	5%	100%

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 listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
1.	Sirca Industries Limited	Subsidiary	100%	No

vi. **CSR Details**

22. (i) **Whether CSR is applicable as section 135 of Companies Act, 2013: (Yes)**
(ii) **Turnover (in Rs.):** 49,248.41 Lakh
(iii) **Net Worth (in Rs.):** 47,523.26 Lakh

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) (If Yes, then provide web-link for grievance redress policy)	FY 2025-26 Current Financial Year			FY 2024-25 Previous Financial Year		
		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	Remarks
Communities	Yes	0	0		0	0	0
Investors (other than shareholders)	Yes	0	0		0	0	0
Shareholders	Yes	0	0		0	0	0
Employees and workers	Yes	0	0		0	0	0
Customers	Yes	0	0		0	0	0
Value Chain Partners	Yes	0	0		0	0	0
Other (please specify)	Yes	0	0		0	0	0

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	Talent Management Acquisition & Retention	Risk	Risk of failure in any of the elements of talent management can impact Sirca Paints ability to grow and provide services to its customers.	At Sirca Paints, we follow industry best human resource practices such as to attract, develop, deploy and retain talent.	Negative
2	Training & Skill Development and Health & Wellness of employees	Opportunity	Employees are our biggest strengths and the ever evolving technology requires employees with right skill sand regular trainings.	At Sirca Paints, we follow industry best human resource practices to develop, deploy talent. The Company arranges several technical and personality development trainings for employees to up skill and make them be ready for any challenge they face.	Positive

		Risk	Adverse Health and Wellness condition directly impact son the health and morale of the employees besides productivity impact.		Negative
3	Environmental Sustainability	Risk	In view of Global Warming, environmental sustainability has become very crucial for all businesses.	The Company endeavors prevents pollution, reduces waste and minimizes the consumption of resources. We comply with applicable legal requirements which relate to our environmental aspects. We encourage environmental protection among employees and suppliers.	Negative
4	Governance	Opportunity	Sirca Paints ensures highest level of corporate governance and compliances with the statutory authorities.	-	Positive

Note: Please also Refer Risk Management Report, which forms Part of the Annual Report.

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		P1	P2	P3	P4	P5	P6	P7	P8	P9
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	No	Yes	Yes
1(b)	Has the policy been approved by the Board? (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	NA	Yes	Yes
1(c)	Web Link of the Policies, if available	Yes	Yes	Yes	Yes	Yes	Yes	NA	Yes	Yes
2	Whether the entity has translated the policy into procedures. (Yes / No)	Yes	Yes	Yes	Yes	Yes	Yes	NA	Yes	Yes

3	Do the enlisted policies extend to your value chain partners? (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	NA	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.	Yes	Yes	Yes	Yes	Yes	Yes	NA	Yes	Yes								
5	Specific commitments, goals and targets set by the entity with defined timelines, if any.	Yes	Yes	Yes	Yes	Yes	Yes	NA	Yes	Yes								
6	Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.	Yes	Yes	Yes	Yes	Yes	Yes	NA	Yes	Yes								
Disclosure Questions		P1	P2	P3	P4	P5	P6	P7	P8	P9								
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)	Mr. Sanjay Agarwal, Chairman & Managing Director of the Company is the director responsible for the business responsibility report. He stated that the company have set targets to minimize our carbon footprint and resource consumption and our achievements include significant progress in water replenishment and thus strengthening our commitment of becoming water positive as well as improved transparency and engagement with stakeholders.																
8	Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy (ies)	The Board is responsible for implementation and oversight of the business responsibility policies. The Board of Directors of the Company has empowered the Stakeholders Relationship Committee (SRC) to provide direction to the management and exercise oversight on the implementation of targets committed under ESG.																
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 Stakeholders Relationship Committee of the Board of Directors of the Company is responsible for providing direction to the management on ESG strategy and monitoring the progress and performance on its medium-term and long-term ESG commitments and targets. Composition of Stakeholder Relationship Committee: <table><tr><th>Name of Director</th><th>Designation</th></tr><tr><td>Anu Chauhan</td><td>Non-Executive - Independent Director</td></tr><tr><td>Aman Arora</td><td>Non-Executive - Independent Director, Chairperson</td></tr><tr><td>Sanjay Kapoor</td><td>Non-Executive - Independent Director, Member</td></tr></table>									Name of Director	Designation	Anu Chauhan	Non-Executive - Independent Director	Aman Arora	Non-Executive - Independent Director, Chairperson	Sanjay Kapoor	Non-Executive - Independent Director, Member
Name of Director	Designation																	
Anu Chauhan	Non-Executive - Independent Director																	
Aman Arora	Non-Executive - Independent Director, Chairperson																	
Sanjay Kapoor	Non-Executive - Independent Director, Member																	

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		The policies of the Company are reviewed periodically / on a need basis by department heads / director / board committees / board members, wherever Applicable									Ongoing basis								
Compliance with statutory requirements of relevance to the principles, and, rectification of any non-compliances		The Company complies with all the applicable statutory requirements and rectifies, non-compliance, if any. This is reviewed by the Audit Committee.									Quarterly and as when required as per statutory requirements.								
		P1		P2		P3		P4		P5		P6		P7		P8		P9	
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.	No, The policies are reviewed on a periodic basis internally.																	
If answer to question (1) above is “No” i.e., not all Principles are covered by a policy, reasons to be stated:																			
12	The entity does not consider the Principles material to its business (Yes/No)	NA																	
	The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)	NA																	
	The entity does not have the financial or/human and technical resources available for the task (Yes/No)	NA																	

	It is planned to be done in the next financial year (Yes/ No)	NA
	Any other reason (please specify)	NA
Web Link of the policies		
Principal	Applicable Policies	Link for policies
Principle 1: Businesses should conduct and govern themselves with Ethics, Transparency and Accountability	Code of Conduct	https://www.sircapaints.com/investors/#policies
Principle 2: Businesses should provide goods and services that are safe and contribute to sustainability throughout their life cycle	Environment, Health and Safety Policy.	https://www.sircapaints.com/investors/#policies
Principle 3: Businesses should promote the well-being of all employees	Code of Conduct & Internal HR Policies for Employees	https://www.sircapaints.com/investors/#policies
Principle 4: Businesses should respect the interests of, and be responsive towards all stakeholders, especially those who are disadvantaged, vulnerable and marginalized	CSR Policy & Customer Policy.	https://www.sircapaints.com/investors/#policies
Principle 5: Businesses should respect and promote human rights	Code of Conduct.	https://www.sircapaints.com/investors/#policies
Principle 6: Businesses should respect, protect, and make efforts to restore the environment	Environment, Health and Safety Policy.	https://www.sircapaints.com/investors/#policies
Principle 7: Businesses when engaged in influencing public and regulatory policy, should do so in a responsible manner	NA	NA
Principle 8: Businesses should support inclusive growth and equitable development	CSR Policy	https://www.sircapaints.com/investors/#policies
Principle 9: Businesses should engage with and provide value to their customers and consumers in a responsible manner	Customer Policy	https://www.sircapaints.com/investors/#policies

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	FY 25-26		
		Total number of training & Awareness programmes held	Topic/ Principles covered under the training and its impact	% age of persons in respective category covered by the awareness programmes
	Board of Directors	4 session	9 Principles	100%
	Key Managerial Personnel	1 session	9 Principles	100%
	Employees Other than BoD and KMPs	6 session	9 Principles	71%
	Workers	7 session	9 Principles	87%
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			
	Monetary - FY 25-26			
	National Guidelines on Responsible Business Conduct (NGRBC) Principle	Name of the Regulatory/ Enforcement agencies/ judicial institutions	Amount (in ₹)	Brief of the Case
				Has an appeal been preferred (Yes/No)
	Penalty/Fine	NIL	NIL	NIL
	Settlement	NIL	NIL	NIL
	Compounding Fees	NIL	NIL	NIL
	Non-Monetary - FY 25-26			
	Imprisonment	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				
	Case Details	Name of the regulatory/ enforcement agencies/ judicial institutions			
	NIL	NIL			
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, the Company has a published position statement on anti-corruption and anti-bribery. The same is available on the Company’s website at Investors - Sirca (https://www.sircapaints.com/investors)				
5	Number of Directors/KMPs/employees/workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery/ corruption:				
	There were no instances of any disciplinary action taken by any law enforcement agency for the charges of bribery/corruption against Directors/KMPs/employees/ workers.				
6	Details of Complaints with regards to conflicts of interest:				
		FY 25-26		FY 24-25	
		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				
	Not Applicable				
8	Number of days of accounts payables ((accounts payable *365)/cost of goods/services procured) in the following format:				
		FY 2025-26		FY 2024-25	
	Number of day of accounts payables	74		71	
9	Open-nesss of business				
	Provide details of concentration of purchases and sales with trading houses, dealers, and related parties alongwith loans and advances & investments, with related parties, in the following format:				
	Parameter	Metrics		FY 25-26	FY 23-24

	Concentration of Purchases	Purchases from trading houses as % of total purchase	83%	30.00%
		Number of trading houses where purchases are made from	96	60.00
		Purchases from top 10 trading houses as % of total purchases from trading houses	53%	50.00%
	Concentration of sales	Sales to dealers/distributors as % of total sales	79.07%	79.35%
		Number of dealers/distributors to whom sales are made	2566	2453
		Sales to top 10 dealers/distributors as % of total sales to dealers/ distributors	20.14%	24.92%
	Share of RPTs in	Purchases (Purchases with related parties/Total Purchases)	NIL	NIL
		Sales (Sales to related parties/Total Sales)	NIL	NIL
		Loans & advances (Loans & advances given to related parties/ Total loans & advances)	NIL	NIL
		Investments (Investments in related parties/Total Investments made)	NIL	NIL
Leadership Indicators				
1	Awareness programmes conducted for value chain partners on any of the Principles during the financial year:			
	FY 25-26			
	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	
	5	9 Principles	-	
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.			
	The Board has approved a policy that establishes the framework for the Company's Corporate Governance philosophy, applicable to Directors, Senior Management, and all employees. This policy addresses key areas including conflicts of interest and related-party transactions, insider trading, compliance with applicable laws, rules, and regulations, fair dealing, ethical business conduct, and the protection and appropriate use of Company assets. The Company has also instituted a Code of Conduct for its Directors and Senior Management personnel, and all such individuals have duly confirmed their compliance with this Code. (Weblink: https://www.sircapaints.com/investors)			

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. Yes, The Company remains committed to offering products that meet internationally accepted green product standards. This commitment is driven by a team of dedicated professionals at the Company's partner Research & Technology Centre in Italy, where technology and innovation form the cornerstone of operations. A structured approach to research, development, and innovation—combined with the continuous improvement of process technologies—remains essential not only for expansion into new markets but also for strengthening the Company's core business. Collectively, these efforts generate positive environmental and social impact. The following products were developed over the past year: • Hand Sanitizers • Anti-bacterial and Anti-viral Emulsions • Water-based Wood Coating										
2(a)	Does the entity have procedures in place for sustainable sourcing? (Yes/No) Yes, The Company maintains strong, collaborative relationships with its service providers, vendors, and other suppliers. Through sustained supplier intimacy and goodwill, the Company is able to secure quality raw materials on a consistent basis, even during periods of market scarcity. The Company prioritizes engagement with local suppliers to promote sustainable sourcing practices, while adequate safety measures during transportation further help mitigate the Company's impact on climate.										
2(b)	If yes, what percentage of inputs were sourced sustainably? More than 70% sourcing is done from manufacturers who have a formal sustainability programme.										
3	Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for: <table><tr><th>Reclaimed Products</th><th>Reclamation Process</th></tr><tr><td>Plastics (including packaging)</td><td>Disposed as scrap to local scrap dealer</td></tr><tr><td>E-waste</td><td>Disposed as scrap to local scrap dealer</td></tr><tr><td>Hazardous waste and</td><td>Disposed as scrap to local scrap dealer</td></tr><tr><td>Other waste</td><td>Disposed as scrap to local scrap dealer</td></tr></table>	Reclaimed Products	Reclamation Process	Plastics (including packaging)	Disposed as scrap to local scrap dealer	E-waste	Disposed as scrap to local scrap dealer	Hazardous waste and	Disposed as scrap to local scrap dealer	Other waste	Disposed as scrap to local scrap dealer
Reclaimed Products	Reclamation Process										
Plastics (including packaging)	Disposed as scrap to local scrap dealer										
E-waste	Disposed as scrap to local scrap dealer										
Hazardous waste and	Disposed as scrap to local scrap dealer										
Other waste	Disposed as scrap to local scrap dealer										
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. Yes, EPR is applicable to the Company. As a responsible manufacturer, the Company has complied with the obligations as stipulated under the Plastic Waste management amended rules 2022 well before March 31, 2025.										
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? The Company is in the process of undertaking Life Cycle Perspective/Assessment (LCA)										

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.						
	The details will be available and disclosed upon completion of Life Cycle Assessments of Key Products.						
3	Percentage of recycled or reused input material to total material (by value) used in production (for manufacturing industry)						
	Indicate Input Material				Recycled or re-used input material to total material		
					FY 25-26	FY 24-25	
	TiO2 Dust (in MT)				NA		
	Reclaimed Solvent (in MT)						
	Powder Fines (in MT)						
	Paint Sludge (in MT)						
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:						
		FY 25-26			FY 24-25		
		Re-Used	Recycled	Safely	Re-Used	Recycled	Safely Disposed
	Plastics (including packaging) -MT	NA	NA	NA	NA	NA	NA
	E- Waste	NA	NA	NA	NA	NA	NA
	Hazardous waste	NA	NA	NA	NA	NA	NA
	Other waste, Paint Sludge (in MT)	NA	NA	NA	NA	NA	NA
5	Reclaimed products and their packaging materials (as percentage of products sold) for each product category						
	Our paints products are consumables and hence are non-retrievable at their end-of-life						

PRINCIPLE 3 Businesses should promote the well-being of all employees

ESSENTIAL INDICATORS											
1(a)	Details of measures for the well-being of employees:										
	FY 25-26										
	Category	% of Employees Covered by									
		Total (A)	Health Insurance		Accident Insurance		Maternity Benefits		Paternity Benefits		Day Care Facilities
			No. (B)	% (B/A)	No. (C)	% (C/A)	No. (D)	% (D/A)	No. (E)	% (E/A)	No. (F) % (F/A)
	Permanent Employees										
	Male	500	500	100%	500	100%	0	0	500	100%	0
	Female	43	43	100%	43	100%	43	100%	0	0	0
	Total	543	543	100%	543	100%	43	100%	500	100%	0
	Other than Permanent Employees										
	Male	55	55	100%	55	100%	0	0	55	100%	0
	Female	5	5	100%	5	100%	5	100%	0	0	0
	Total	60	60	100%	60	100%	5	100%	55	100%	0
1(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
			No. (B)	% (B/A)	No. (C)	% (C/A)	No. (D)	% (D/A)	No. (E)	% (E/A)	No. (F) % (F/A)
	Permanent Workers										
	Male	166	166	100%	166	100%	0	0	166	100%	0
	Female	15	15	100%	15	100%	15	100%	0	0	0
	Total	181	181	100%	181	100%	15	100%	219	100%	0
	Other than Permanent Workers										
	Male	23	23	100%	23	100%	0	0	23	100%	0
	Female	5	5	100%	5	100%	5	100%	0	0	0
	Total	28	28	100%	28	100%	5	100%	23	100%	0
2	Details of retirement benefits, for Current FY and Previous Financial Year.										
	Benefits	FY 25-26					FY 24-25				
		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	99%	100%	Yes	99%	100%	Yes
	Gratuity	100%	100%	No	100%	100%	Yes
	ESI	29%	71%	Yes	11%	77%	Yes
	Other – Please specify	N/A	N/A	N/A	N/A	N/A	N/A
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.						
	We are working on absorption and provisions for differently abled friendly and accessible work place and premises as per the requirements of the Rights of Persons with Disabilities Act, 2016. All future workplace will be provided with differently abled friendly accessibility.						
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, the Company has a Policy on Equal Opportunity and Non-Discrimination which is available on the Company's website at https://www.sircapaints.com/investors/#policies						
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		500	100%	166	100%	
	Female		43	100%	15	100%	
	Total		543	100%	181	100%	
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	Yes, there is a Speak Up or vigil mechanism for employees and workers to address grievances. Please refer to the Vigil Mechanism Whistle blower Policy and Other Disclosure section of the Corporate Governance Report for more information.				
	Other than Permanent Workers	Yes					
	Permanent Employees	Yes					
	Other than Permanent Employees	Yes					
7	Membership of employees and worker in association(s) or Unions recognised by the listed entity:						
	Category	FY 25-26			FY 24-25		
		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	543	0	0%	409	0	0%
	- Male	500	0	0%	370	0	0%
	- Female	43	0	0%	39	0	0%
	Total Permanent Workers	181	0	0%	219	0	0%
	- Male	166	0	0%	210	0	0%
	- Female	15	0	0%	9	0	0%
8	Details of training given to employees and worker						
	Category	FY 25-26					
		Total (A)	On Health & Safety Measures		On Skill Upgradation		
			No. (B)	% (B/A)	No. (C)	% (C/A)	
		Employees (Permanent)					
	Male	500	500	100%	0	0%	
	Female	43	43	100%	0	0%	
	Total	543	543	100%	0	0%	
		Workers (Permanent)					
	Male	166	166	100%	0	0%	
	Female	15	15	100%	0	0%	
	Total	181	181	100%	0	0%	
	Category	FY 25-26					
		Total (A)	On Health & Safety Measures		On Skill Upgradation		
			No. (B)	% (B/A)	No. (C)	% (C/A)	
		Employees (Permanent)					
	Male	370	370	100%	0	0%	
	Female	39	39	100%	0	0%	
	Total	409	409	100%	0	0%	
		Workers (Permanent)					
	Male	210	210	100%	0	0%	
	Female	9	9	100%	0	0%	
	Total	219	219	100%	0	0%	
9	Details of performance and career development reviews of employees and worker:						
	Category	FY 25-26			FY 24-25		
		Total (A)	No. (B)	% (B/A)	Total (A)	No. (B)	% (B/A)
		Employees			Employees		
	Male	500	500	100%	439	439	100%

	Female	43	43	100%	44	44	100%
	Total	543	543	100%	483	483	100%
10	Health and safety management system:						
10(a)	Whether an occupational health and safety management system has been implemented by the entity? (Yes/ No). If yes, the coverage such system?						
	Yes, we have an Occupational health, safety and Environment (OHS&E) Policy and the system covers major facilities and workforce.						
10(b)	What are the processes used to identify work-related hazards and assess risks on a routine and nonroutine basis by the entity?						
	The Company has Environment, Health and Safety Policy. The health and safety guidelines are applicable to all operating locations of the Company and lay down required parameters to be followed at all locations. Some of the key processes for identifying work-related hazards and assessing risks on a routine and non-routine basis are given below: Chemical Risk Assessment is used for identifying health hazards during handling of chemicals; Fire Risk Assessment is done for handling fire related risks; and Hazard Identification and Risk Assessment (HIRA) is used for routine and non-routine activities						
10(c)	Whether you have processes for workers to report the work-related hazards and to remove themselves from such risks. (Y/N)						
	Yes, all workers at plants can report work related hazards through an internal portal. All the work hazards reported are monitored and actioned upon at the plant. A process of ‘stoppage of work due to unsafe act and unsafe condition’ to safeguard employees’ interest is in place to report or remove themselves from situations they believe could cause injury. At non-manufacturing locations, the workers approach the location head to report any work-related hazards and to remove themselves from such risks.						
10(d)	Do the employees/ worker of the entity have access to non-occupational medical and healthcare services? (Yes/ No)						
	Yes the employees/workers of the entity have access to non-occupational medical and healthcare services.						
11	Details of safety related incidents, in the following format:						
	Safety Incident/ Number		Category		FY 25-26	FY 24-25	
	Lost Time Injury Frequency Rate (LTIFR) (per one Million-person hours worked)		Employees		0	0	
		Workers	0		0		
	Total recordable work-related injuries		Employees		0	0	
		Workers	0		0		
	No. of fatalities		Employees		0	0	
		Workers	0		0		
	High consequence work-related injury or ill-health (excluding fatalities)		Employees		0	0	
		Workers	0		0		
12	Describe the measures taken by the entity to ensure a safe and healthy work place.						

	In line with the Company's Environment, Health and Safety Policy, there are various measures taken to ensure access to a safe and healthy work-place to all employees and workers. The Company invests in technologies and processes to avoid and minimise the manual interfaces with machines. The Company ensures that all statutorily required norms are complied.						
	The Company endeavours to design any new facility by using latest technology and include all possible safety measure such that there is near zero risk to human health.						
13	Number of Complaints on the following made by employees and workers:						
		FY 25-26			FY 24-25		
		Filed during the year	Pending resolution at the end of the year	Remarks	Filed during the year	Pending resolution at the end of the year	
	Working Conditions	0	0	-	0	0	-
	Health & Safety	0	0	-	0	0	-
14	Assessment for the year:						
		%of your plants and offices that were assessed (by entity or statutory authorities or third parties)					
	Working Conditions	0%					
	Health & Safety	0%					
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.						
	NIL						
LEADERSHIP INDICATORS							
1	Does the entity extend any life insurance or any compensatory package in the event of death of Employees (Y/N) – Yes Workers (Y/N) – Yes						
	Employees' Group Insurance Policy (EGI): In the unfortunate event of the demise of a permanent employee and workers, the family (Nominee) of the deceased employee/worker will be supported financially by the policy. The EGI policy proposes an assured financial assistance as 'sum assured' which becomes applicable in the event of an unfortunate death of the employee/worker whilst in service and is payable to the grantees of the benefit of the Beneficiary of the employee/worker.						
2	Provide the measures undertaken by the entity to ensure that statutory dues have been deducted and deposited by the value chain partners.						
	The Company has a practice of informing the vendors about the statutory changes affecting their responsibilities in respect of deduction/withholding of tax at source in respect of their transactions with the Company.						
3	Provide the number of employees / workers having suffered high consequence work related injury / ill-health/ fatalities (as reported in Q11 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	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 25-26		FY 24-25	
	Employees	1	1	0	0
	Workers	0	0	0	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)				
	The Company does not provide transition assistance programs to facilitate continued employability and the management of career endings resulting from retirement or termination of employment				
5	Details on assessment of value chain partners on Working Conditions and Health & Safety				
	The Company has in place a Code of Conduct for Business Partners. Accordingly, business partners are expected to provide a safe and healthy workplace for their employees and contractors. Business Partners must be compliant with local and national laws and regulations on Occupational Health and Safety, and have the required permits, licenses and permissions granted by local and national authorities				
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.				
	Not Applicable				

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.

	Company engages with a broad spectrum of stakeholders, to deepen its insights into their needs and expectations, and to develop sustainable strategies for the short, medium and long term. Stakeholder engagement also helps to manage risks and opportunities in business operations. The key stakeholders identified in consultation with the company's management are: customers, employees, shareholders, academic institutions, staffing firms, other suppliers, technology partners and collaborators, industry bodies, governments, NGOs, local communities, regulators and society at large.				
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 & Marginalised Group (Yes/No)	Channels of communication	Frequency of engagement	Purpose and scope of Engagement including key topics and concerns raised during such engagement
	Suppliers	No	• Emails • Meetings • Supplier Portal • Supplier Audits • Vendor Development Programmes • Vendor Performance/Rating • Multi stakeholder Platforms (Conferences, Knowledge Sharing Conclaves) • Joint Value Creation Programme for cost competitiveness	Quarterly	Supply chain Integration, latest market innovation, Cost Reduction, Social and relationship capital development
	Business Partner	No	• Emails • Board Meetings • Company Functions • Audits and Review Meets • Multi-Stakeholder Platforms (Conferences, Knowledge sharing Conclaves)	Quarterly	Critical Disclosures, Growth Status, Strategy, Market Gaps, Technology Assistance
	Shareholder & Investors	No	• Board Meetings • Investor / Analyst Meets • Annual Report • Media Updates and Press Releases • Website	Quarterly	Financial Disclosures, Business growth plan, Market challenges and coping strategy

	Customers	No	• Emails • Meetings • Customer Satisfaction Survey • Multi-Stakeholder Platforms (Conferences, Knowledge sharing Conclaves)	Regular	New innovations, Grievance Redressal, Changing Customer Preferences
	Employees	No	• Review Meetings • Emails • Appraisals • Employee Engagement Surveys • Work Line Portal, Training Programmes, Idea Management • Advanced Business Skills Modules • Great Place to Work Survey	Regular	Employee Well-being, Improving productivity & morale
	Community	Yes	• Community Welfare Programmes • Community visits / meeting • Local authority and town council meetings	Quarterly	CSR, Grievances Redressal, Social and relationship capital 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 regularly consults with stakeholders on material topics relevant to its business. These interactions enable the identification of a broad range of issues significant to each stakeholder constituency. Drawing on discussions with internal and external stakeholders, alongside its own informed judgment, the Company's Management and Board prioritize these issues to arrive at a defined list of material topics—those bearing significant economic, environmental, or social impact on the Company's business, reputation, and operations. Management, in turn, shares relevant feedback with the Board on these matters.
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, Company's strategy to support the identification and management of environmental, and social topics uses inputs gathered during stakeholder consultations.
3	Provide details of instances of engagement with, and actions taken to, address the concerns of vulnerable/ marginalized stakeholder groups.
	The Company identifies the needs of communities, including vulnerable and marginalised groups, and accordingly develops various programs through its Corporate Social Responsibility (CSR) initiatives. These initiatives, undertaken across the Company's identified CSR thrust areas, are designed only after a thorough assessment of the needs of the community—including vulnerable and marginalised stakeholder groups and other community members.

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 25-26					FY 24-25				
		Total (A)	No. of employees/ workers covered (B)			% (B/A)	Total (C)	No. of employees/ workers covered (D)		% (D/C)	
	Permanent Employees	543	543			100%	409	409		100%	
	Permanent Workers	181	181			100%	219	219		100%	
2	Details of minimum wages paid to employees and workers, in the following format:										
	Category	FY 25-26					FY 24-25				
		Total (A)	Equal to minimum wage		More than minimum wage		Total (D)	Equal to mini- mum Wage		More than minimum wage	
			No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
		Employees					Employees				
	Permanent	543	0	0	543	100%	409	0	0	409	100%
	Male	500	0	0	500	100%	370	0	0	370	100%
	Female	43	0	0	43	100%	39	0	0	39	100%
	Other than permanent	60	0	0	60	100%	74	0	0	74	100%
	Male	55	0	0	55	100%	69	0	0	69	100%

	Female	5	0	0	5	100%	5	0	0	5	100%
		Workers					Workers				
	Permanent	181	0	0	181	100%	219	0	0	219	100%
	Male	166	0	0	166	100%	210	0	0	210	100%
	Female	15	0	0	15	100%	9	0	0	9	100%
	Other than permanent	28	0	0	28	100%	56	0	0	56	100%
	Male	23	0	0	23	100%	53	0	0	53	100%
	Female	5	0	0	5	100%	3	0	0	3	100%
3	Details of remuneration/salary/wages, in the following format:										
	Benefits	Male				Female					
		Number	Median remuneration/salary/ wages of respective category			Number	Median remuneration/salary/ wages of respective category				
	Board of Directors (BoD)				5	45000		1	45000		
	Key Managerial Personnel				3	950400		1	3753024		
	Employees other than BoD & KMP				551	28872637		46	2249099		
	Workers				189	183036		20	153600		
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)										
	Yes, Respective HR Partners are responsible for addressing human rights and concerns raised by the employees or workers. They play a crucial role in ensuring that human rights are respected in the workplace and that employees’ or workers concerns are addressed. They are responsible for maintaining a safe and healthy work environment, promoting diversity and inclusion, and ensuring that employees are treated fairly and with dignity and respect.										
5	Describe the internal mechanisms in place to redress grievances related to human rights issues.										
	Whenever employees or workers raise concern related to human rights, such as discrimination, harassment, or other violations of their rights, HR Partners takes these concerns seriously and investigate them promptly and thoroughly. They also provide support and resources to employees who are in need of assistance.										

6	Number of Complaints on the following made by employees and workers:						
		FY 25-26			FY 24-25		
		Filed during the year	Pending Resolution at the end of the year	Remarks	Filed during the year	Pending Resolution at the end of the year	Remarks
	Sexual Harassment	0	0	-	0	0	-
	Discrimination at Workplace	0	0	-	0	0	-
	Child Labor	0	0	-	0	0	-
	Forced Labour/ Involuntary Labour	0	0	-	0	0	-
	Wages	0	0	-	0	0	-
	Other human rights related issues	0	0	-	0	0	-
7	Mechanisms to prevent adverse consequences to the complainant in discrimination and harassment cases.						
	The Company believes in the principle of natural justice and ensures full confidentiality of complainant is maintained during and after resolution of complaint. Such complaints are usually handled by senior members in the organisation. These members are trained on aspects like how such complaints must be handled, the rights of complainants, and manner of dealing with complaints and respondents, sensitivity and judgement to be applied on such matters.						
8	Do human rights requirements form part of your business agreements and contracts? (Yes/No)						
	Yes, all critical human rights requirements are part of business agreements, purchase orders and contracts with suppliers. Further the Code of Conduct for Business Partners is applicable to all the suppliers and service providers according to which suppliers are expected to respect human rights and avoid causing/contributing to human rights infringements through their business actions.						
9	Assessment for the year:						
		%of your plants and offices that were assessed (by entity or statutory authorities or third parties)					

	Child Labour	0%
	Forced/ Involuntary Labour	
	Sexual Harassment	
	Discrimination at Workplace	
	Wages	
	Others - Please specify	
10	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		
1	Details of a business process being modified / introduced as a result of addressing human rights grievances/complaints.	
	No process introduced or modified as no observations reported	
2	Details of the scope and coverage of any Human rights due-diligence conducted.	
	The Company is committed to protecting and respecting Human Rights and remedying rights violations in case they are identified; for example, issues relating to human trafficking, forced labour, child labour, freedom of association, right to collective bargaining, equal remuneration and discrimination. The Company works towards providing equal employment opportunity, ensuring distributive, procedural, and interactional fairness, creating a harassment-free, safe environment and respecting fundamental rights. As an equal opportunity employer, no discrimination is tolerated on any aspect	
3	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?	
	Currently as an organisation, we are working on absorption and provisions for differently abled friendly and accessible work place and premises as per the requirements of the Rights of Persons with Disabilities Act, 2016.	
4	Details on assessment of value chain partners on Child Labour, Forced/ Involuntary Labour, Sexual Harassment, Discrimination at Workplace, Wages.	
		% of Value chain partners (by value of business done with such parameters) that were assessed
	Sexual Harassment	0%
	Discrimination at workplace	0%
	Child Labour	0%
	Forced Labour/Involuntary Labour	0%
	Wages	0%
	Others – please specify	0%

5	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			
1	Details of total energy consumption (in Joules or multiples) and energy intensity, in the following format:		
	Parameter - in KWH	FY 25-26	FY 24-25
	Total electricity consumption (A) – (KWH)	779878	607383
	Total fuel consumption (B) (Diesel in KWH)	338000	179630
	Energy consumption through other sources (LPG in KWH) (C)	229330	350926
	Total energy consumption (A+B+C)	1347208	1137939
	Energy intensity per rupee of turnover (Total energy consumption/ turnover in rupees)	0.00027	0.0003
	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) – Not Applicable		
2	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		
	Not Applicable		
3	Provide details of the following disclosures related to water, in the following format:		
	Parameter	FY 25-26	FY 24-25
	Water Withdrawal by sources (in kilolitres)		
	(i) Surface water	NA	NA
	(ii) Groundwater	1500	1400
	(iii) Third party water	250	200
	(iv) Seawater / desalinated water	-	-
	(v) Others	-	-

	Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)	1750	1600
	Total volume of water consumption (in kilolitres)	1750	1600
	Water intensity per rupee of turnover (Water consumed/ turnover)	-	-
	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. – Not Applicable		
4	Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation.		
	All of the Company's manufacturing plants operate as Zero Liquid Discharge facilities. Recognising the importance of water as a critical resource, the Company undertakes several initiatives to optimise consumption and minimise the resultant generation of wastewater through reuse and recycling schemes. Such wastewater is further recovered and reintroduced into the production process.		
5	Please provide details of air emissions (other than GHG emissions) by the entity, in the following format:		
	Parameter	Please specify unit	FY 25-26
	Nox	µg/m3	-
	Sox	µg/m3	-
	Particulate Matter (PM)	2.5 PM 10 PM	24 48
	Persistent Organic Pollutants (POP)	-	-
	Volatile Organic Compounds (VOC) ppm -	-	-
	Hazardous air Pollutants (HAP)	-	-
	Others - please specify	-	-
	Please note figures are nil in the current financial year due to upgradation of DG set		
	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. – Not Applicable		
6	Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity, in the following format:		
	Parameter	Please specify unit	FY 25-26
	Total Scope 1 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 equivalent	Data Not Currently Tracked

	Total Scope 2 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	Metric tonnes of CO2 equivalent	Data Not Currently Tracked	Data Not Currently Tracked
	Total Scope 1 and Scope 2 emissions per rupee of turnover		Data Not Currently Tracked	Data Not Currently Tracked
	Total Scope 1 and Scope 2 emission intensity (optional)– MTCO2e/ KL of FG	MTCO2e/KL of FG	Data Not Currently Tracked	Data Not Currently Tracked
	The above emissions are on standalone basis 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. – Not Applicable			
7	Does the entity have any project related to reducing Green House Gas emission? If Yes, then provide details.			
	Not Applicable			
8	Provide details related to waste management by the entity, in the following format:			
	Total Waste generated (in metric tonnes)			
	Plastic waste (A)	19.7	4.5	
	E-waste (B)	0.5	0.05	
	Bio-medical waste (C)	-	0	
	Construction and demolition waste (D)	-	0	
	Battery Waste (E)	0.03	0.03	
	Radioactive waste (F)	-	0	
	Other Hazardous waste. Please specify, if any. (G)	-	6.4	
	ETP sludge	-	0	
	Waste Oil(ETP), Spent/Lube Oil 1 6	NA	0	
	Solvent Recovery Residue	NA	0	
	Dirty Resin	NA	0	
	Mixed Paint	3.5	3.00	
	Contaminated cotton waste	-	2.5	
	Filter Cartridge	-	0	
	Barrels, Tins Drums	229	360	
	Other Non-hazardous waste generated (H). Please specify, if any	-	1.8	

	Powder Waste (Damaged Powder, powder coating fines chips and harden lumps)	-	0
	Metal Scrap(MS, Tin, SandIron Scrap; Aluminium Sheet, other metal scrap)	2.9	2.7
	Wooden Scrap	2.5	2.9
	Paper Waste	1.4	1.5
	Carton Waste (Scrap & Empty Carton)	2.6	2.4
	Food Waste	0	0
	Non-Commercial Value Scrap (Garbage Etc.)	0	0
	Boilerash	0	0
	Mix Garbage	0	0
	MEE Salt	0	0
	Total (A + B + C + D + E + F + G + H)	256.80	387.78
	For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tonnes)		
	Category of waste		
	(i) Recycled	----	----
	(ii) Re-used	----	----
	(iii) Other recovery operations	----	----
	Total	----	----
	For each category of waste generated, total waste disposed by nature of disposal method (in metric tonnes)		
	Category of waste		
	(i) Incineration	----	----
	(ii) Landfilling	----	----
	(iii) Other disposal operations	----	----
	Total	----	----
	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 – Not Applicable		
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		
	Waste generation is an inevitable part of manufacturing process, thus the Company takes efforts to create value from waste. With an aim to divert a significant quantum of waste from going to landfills, systems and procedures are adopted that help in repurpose used material and reintroduce excess material into production process. The Company follows the strategy of Reduce, Reuse and Recycle for waste management and follows legally prescribed procedures, apply environmentally sound disposal techniques for disposing of hazardous waste and the non-hazardous waste is sent to authorised recyclers.		

10	If the entity has operations/offices in/around ecologically sensitive areas (such as national parks, wild-life sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) where environmental approvals / clearances are required, please specify details in the following format:		
	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.
	None of our operations/offices are located in/ around ecologically sensitive areas	-	Not Applicable
11	Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year:		
	Not Applicable		
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:		
	Yes, we have ensured 100% compliances with all the statutory requirements. During the reporting period, no fines were levied by government or regulatory authorities. (FY 25-26)		
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 - in GigaJoules (GJ)	FY 25-26	FY 24-25
	From renewable sources		
	Total electricity consumption (A)	-	-
	Total fuel consumption (B)	-	-
	Energy consumption through other Sources (C)	-	-
	Total energy consumed from renewable sources (A + B + C)	-	-
	Total electricity consumption (D)	-	-
	Total fuel consumptions (E)	-	-
	Energy consumption through other Sources (F)	-	-
	Total energy consumed from non-renewable sources (D + E + F)	-	-
	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 – Not Applicable		
2	Provide the following details related to water discharged:		

	Parameter	FY 25-26	FY 24-25
	Water discharge by destination and level of treatment (in kilolitres)		
	(i) To Surface water	-	-
	- No treatment	-	-
	- With treatment – please specify level of treatment	-	-
	(ii) To Groundwater	-	-
	- No treatment	-	-
	- With treatment – please specify level of treatment	-	-
	(iii) To Seawater	-	-
	- No treatment	-	-
	- With treatment – please specify level of treatment	-	-
	(iii) To Seawater	-	-
	- No treatment	-	-
	- With treatment – please specify level of treatment	-	-
	(v) Others	-	-
	- No treatment	-	-
	- With treatment – please specify level of treatment	-	-
	Total water discharged (in kilolitres)	-	-
	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 – Not Applicable		
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 - NA (ii) Nature of operations - NA (iii) Water withdrawal, consumption and discharge in the following format:		
	Parameter	FY 25-26	FY 24-25
	Water Withdrawal by sources (in kilolitres)		
	(i) Surface water	-	-
	(ii) Ground water	-	-
	(iii) Third party water	-	-
	(iv) Seawater / desalinated water	-	-
	(v) Others	-	-
	Total volume of water withdrawal (in kilolitres)	-	-
	Total volume of water consumption (in kilolitres)	-	-

	Water intensity per rupee of turnover (Water consumed / turnover)	-	-	
	Water intensity (optional) – Total fresh water consumption/Production of FG (KL/KL of FG)	-	-	
Water discharge by destination and level of treatment (in kilolitres)				
	(i) Into Surface water	-	-	
	- No treatment	-	-	
	- With treatment – please specify level of treatment	-	-	
	(ii) Into Groundwater	-	-	
	- No treatment	-	-	
	- With treatment – please specify level of treatment	-	-	
	(iii) Into Seawater	-	-	
	- No treatment	-	-	
	- With treatment – please specify level of treatment	-	-	
	(iv) Sent to third-parties	-	-	
	- No treatment	-	-	
	- With treatment – please specify level of treatment	-	-	
	(v) Others	-	-	
	- No treatment	-	-	
	- With treatment – please specify level of treatment	-	-	
	- No treatment	-	-	
	Total water discharged (in kilolitres)	-	-	
	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 – Not Applicable			
4	Please provide details of total Scope 3 emissions & its intensity, in the following format:			
	Parameter	Please specify unit	FY 25-26	FY 24-25
	Total Scope 3 emissions (Break-up of the GHG into CO2, CH4, N2O, HFCs, PFCs, SF6, NF3, if available)	-	-	-
	Total Scope 3 emissions per rupee of turnover	-	-	-
	Total Scope 3 emission intensity (optional)– the relevant metric may be selected by the entity	-	-	-

	The above emissions figures also includes Scope 3 emissions from OPCs. 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 – Not Applicable		
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, since None of our operations/offices are located in/around ecologically sensitive areas		
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:		
	S. No.	Initiative undertaken	Outcome of the initiative
	1	Improvised automation in plant	Reduction in energy consumption
	2	Advanced Grinding machines	Reduction in cycle time
	3	Advanced Safety Systems	Reduction in incidents & accidents
7	Does the entity have a business continuity and disaster management plan? Give details in 100 words/ web link.		
	The Company has a standardised disaster management and business continuity plan in place which ensures resilient business operations and utmost safety of employees and the Company's assets. The business continuity plans are integrated in our Enterprise Risk Management program and guide our response to disruptions to our operations. This covers various scenarios as a part of risk management processes and provides for risk mitigation and management in case of uncertainties.		
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.		
	We have not currently monitored the impacts to the environment arising from the value chain of the entity.		
9	Percentage of value chain partners (by value of business done with such partners) that were assessed for environmental impacts.		
	Not Applicable		

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		
	Company engages with the public and regulatory bodies in a responsible manner. It participates in the same on a need basis. Company is a member of the following mentioned 4 trade associations		
1(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	The Indian Paint Association	National
	2	Federation of Indian Export Organisations (FIEO)	National
	3	Indo Italian Chamber of Commerce and Industry	National
	4	Indian Chemical Council	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.		
	FY 25-26		
	Name of Authority	Brief of Case	Corrective Action Taken
	-	No case related to anti-competitive conduct by the entity reported in FY 25-26	-
LEADERSHIP INDICATORS			
1	Details of public policy positions advocated by the entity:		
	Your Company participates in various programmes of the Industry/Trade associations for development of balanced regulations by engaging with the regulatory bodies in a responsible manner. The Company has advocated the following public policies: - Plastic Waste Management through Extended Producer Responsibility; - Changes in Legal Metrology (Packaged Commodities) Rules, 2011. This information is not available in public domain as these representations have been through Industry Associations.		

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.		
	Not Applicable		
2	Provide information on project(s) for which ongoing Rehabilitation and Resettlement (R&R) is being undertaken by your entity, in the following format:		
	Not Applicable		
3	Describe the mechanisms to receive and redress grievances of the community.		
	The Company works closely with the community in the identified areas of contribution in the thrust areas for carrying out the Corporate Social Responsibility initiatives. Within the area of work, the employees of the Company work with the communities to understand the impact of the projects on the intended beneficiaries. These interactions provide the people with ample opportunities to gauge and address community concerns. Based on these interactions, we have not encountered any specific grievances from the community at present.		
4	Percentage of input material (inputs to total inputs by value) sourced from suppliers:		
		FY 25-26	FY 24-25
	Directly sourced from MSMEs/ small producers	49%	43%
	Sourced directly from within the district and neighbouring districts	Majority of PM is sourced from neighbouring districts within 10km range from plant	
	The Company gives priority to suppliers in local community for sourcing of input material, barring specialty chemicals which are procured from buyers who may not be available in local vicinity.		
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 public policy positions advocated by the entity:		
	Not Applicable		
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
	1	Haryana	Fatehabad
	2	Delhi	West Delhi

3(a)	Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalised /vulnerable groups? (Yes/No)				
	Currently, there is no preferential procurement policy in place. However, company does not discriminate against any groups for sourcing we use a variety of variables like Quality, service, technical competence and price to decide the vendors.				
3(b)	From which marginalised /vulnerable groups do you procure?				
	Not Applicable				
3(c)	What percentage of total procurement (by value) does it constitute?				
	Not Applicable				
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:				
	S. No.	Intel-lectual Property based on traditional knowl-edge	Owned/ Acquired (Yes/No)	Benefit Shared (Yes/No)	Basis of calculating benefit share
	Not Applicable				
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				
6	Details of beneficiaries of CSR Projects:				
	The Annual Report on CSR activities undertaken by the Company during the financial year ended 31st March, 2026 is given in Annexure D to the Boards Report which forms part of this Annual Report.				

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 feed-back.						
	The Company treats customer complaints with utmost importance and believes that it needs to be agile, transparent, and solution-oriented to resolve them efficiently and satisfactorily. The Company ensures to keep the customer informed throughout the entire process of complaint resolution and focus on resolving retail customer complaints within five working days, which includes calling the customer within four hours, connecting with the customer within two days, and providing the final resolution to the customer. These timelines are relevant to our décor category’s customer/applicator/trade expectations. The Company also maintains multiple points of communication with the customer, that is through SMS/Email/WhatsApp, to keep the customer informed of all actions taken on the complaint.						
2	Turnover of products and/ services as a percentage of turnover from all products/service that carry information about:						
						As a %age of total turnover	
	Environmental and Social parameters relevant to the product					All of our Products	
	Safe and responsible usage					All of our Products	
	Recycling and/or safe disposal					All of our Products	
3	Number of consumer complaints in respect of the following:						
		FY 25-26			FY 24-25		
		Received during the year	Pending Resolution at end of year	Remarks	Received during the year	Pending Resolution at end of year	Remarks
	Data Privacy	Nil	-		Nil	-	
	Advertising	Nil	-		Nil	-	
	Cyber-Security	Nil	-		Nil	-	
	Delivery of essential Services	Nil	-		Nil	-	
	Restrictive Trade Practices	Nil	-		Nil	-	
	Unfair Trade Practices	Nil	-		Nil	-	

	Other	87	5	Product complaints relating products, packaging, technical attributes and colour	212	33	Product complaints relating products, packaging, technical attributes and colour
4	Details of instances of product recalls on account of safety issues:						
		Number			Reason for Recall		
	Voluntary Recalls	NIL			-		
	Forced Recalls	NIL			-		
5	Does the entity have a framework/ policy on cyber security & risks related to data privacy? (Yes/ No) If available, provide a web-link of the policy.						
	Our Company has a comprehensive framework in place to manage cyber security and data privacy in alignment with Group policies. Cyber security and data privacy are identified as risks in our Risk Management framework. We are committed to protecting the personal data of our consumers, employees, and business partners, adhering to global standards on data privacy. Regular awareness and training sessions are conducted for our employees to ensure compliance with these standards. Refer Section on Risks and Opportunities for more details.						
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.						
	No issues have been reported during the year regarding advertising and delivery of essential services, cyber security, and data privacy of customers. There have been no instances of product recalls or penalties/actions taken by regulatory authorities concerning the safety of products/services that would require corrective actions.						
LEADERSHIP INDICATORS							
1	Channels / platforms where information on products and services of the entity can be accessed (provide web link, if available).						
	The platforms used for the information are the Company's website, Annual Report, social media platforms and media advertisement/publications. Information relating to all the products and services provided by the Company are available on the Company's website at https://www.sircapaints.com/						
2	Steps taken to inform and educate consumers about safe and responsible usage of products and/or services.						

FORM NO. AOC -2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8 (2) of the Companies (Accounts) Rules, 2014

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arms-length transaction under third proviso thereto.

1. Details of contracts or arrangements or transactions not at Arm’s length basis.

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	N.A.
b)	Nature of contracts/arrangements/transaction	
c)	Duration of the contracts/arrangements/transaction	
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	
e)	Justification for entering into such contracts or arrangements or transactions’	
f)	Date of approval by the Board	
g)	Amount paid as advances, if any	
h)	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	

2. Details of contracts or arrangements or transactions at Arm’s length basis.

SL. No.	Name (s) of the related party & nature of relationship	Nature of contracts/arrangements/transaction	Duration of the contracts/ arrangements/ transaction	Salient terms of the contracts or arrangements or transaction including the value, if any	Date of approval by the Board	Amount paid as advance, if any
1	Mrs. Ayushi Agarwal (Relative of KMP)	Office Place of Profit (Salary)	12 Month	As per the agreement	22.05.2025	N.A
2	Mr. Chirag Goel (Relative of KMP)	Office Place of Profit (Salary)	12 Months	As per the Agreement	22.05.2025	N.A.

For and on behalf of the Board
Sirca Paints India Limited

Place: New Delhi

Date: July 17, 2026

Sd/-
Sanjay Agarwal
DIN: 01302479
Chairman cum Managing Director

Sd/-
Apoorv Agarwal
DIN: 01302537
Joint Managing Director

Annexure 'G' To the Directors' Report

Disclosures pursuant to Section 197(12) of the Companies Act, 2013 and Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014**A. The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year:**

Sr. No.	Name of the Director	Category	Ratio of the remuneration to the median remuneration of the employees
1.	Mr. Sanjay Agarwal	Chairman Cum Managing Director	42.9: 1
2.	Mr. Apoorv Agarwal	Joint Managing Director	27.4: 1
3.	Mr. Gurjit Singh Bains	Non-Executive Director	N.A.
4.	Mr. Sanjay Kapoor	Non-Executive Independent Director	N.A.
5.	Mr. Aman Arora	Non-Executive Independent Director	N.A.
6.	Mr. Shyam Lal Goyal	Non-Executive Independent Director	N.A.
7.	Mrs. Anu Chauhan	Non-Executive Independent Director	N.A.
8.	Mr. Guido Scappini	Non-Executive Director	N.A.

B. The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year:

Sr. No.	Name of Director/ KMP	Category	% Increase in remuneration in the financial year
1.	Mr. Sanjay Agarwal	Chairman Cum Managing Director	15%
2.	Mr. Apoorv Agarwal	Joint Managing Director	15%
3.	Mr. Gurjit Singh Bains	Non-Executive Director	N.A.
4.	Mr. Guido Scappini	Non-Executive Director	N.A.
5.	Mr. Sanjay Kapoor	Non-Executive Independent Director	N.A.
6.	Mr. Anil Kumar Mehrotra	Non-Executive Independent Director	N.A.
7.	Mr. Shyam Lal Goyal	Non-Executive Independent Director	N.A.
8.	Mrs. Anu Chauhan	Non-Executive Independent Director	N.A.
9.	Ms. Shallu	Chief Financial Officer	16%
10.	Mr. Hira Kumar*	Company Secretary & Compliance Officer	10%

Percentage increase in the median remuneration of employees in the financial year:

The percentage increase in the median remuneration of the employees in the financial year was 10%

C. Number of permanent employees on the rolls of company:

Number of permanent employees on the rolls of Sirca Paints India Limited as at March 31, 2026 was **812**.

D. 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:

Average increase in remuneration for employees is **10% to 11%** (approx.). The average increase in overall managerial remuneration is **12%**

E. Affirmation that the remuneration is as per the remuneration policy of the company:

The Company affirms that the remuneration is as per the remuneration policy of the Company.

**On behalf of the Board
For Sirca Paints India Limited**

Place: New Delhi

Date: July 17, 2026

Sd/-

SANJAY AGARWAL

DIN: 01302479

Chairman cum Managing Director

Sd/-

APOORV AGARWAL

DIN: 01302537

Joint Managing Director

Annexure 'H' To the Directors' Report

Information as per Rule 5(2)& 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and forming part of the Directors' Report for the year ended March 31, 2026

A. The details of every employee who if:

- (i) Employed throughout the financial year, was in receipt of remuneration for that year which, in the aggregate, was not less than Rs. 102,00,000/-; N/A
- (ii) Employed for a part of the financial year, was in receipt of remuneration for any part of that year, at a rate which, in the aggregate, was not less than Rs. 8,50,000/-; N/A
- (iii) Employed throughout the financial year or part thereof, was in receipt of remuneration in that year which, in the aggregate, or as the case may be, at a rate which, in the aggregate, is in excess of that drawn by the managing director or whole-time director or manager and holds by himself or along with his spouse and dependent children, not less than 2% of the equity shares of the company;

B. The details pertaining to top ten employees of Company along with additional information indicating in Rule 5(3) of the captioned rules as mentioned herein below:

Sr. No.	Name	Remuneration	Nature of Employment, whether contractual or otherwise	Qualification	Date of Joining & Age (MM/DD/YYYY)	Last employment, if any	% of Equity Shares held, if any	Nature of relationship
1	Opendar Krishan Koul	45,28,476.00	On Roll	Post Graduate	17/08/2021	Ashirwad Pipes Limited	NA	
2	Chirag Goel	38,32,608.00	On Roll	Graduate	01/05/2018		NA	Son In Law of Mr.Sanjay Aggarwal (Promoter)
3	Deepak Jain	34,70,628.00	On Roll	Graduate	04/12/2023		NA	
4	Partasarathy K V	32,49,228.00	On Roll	Graduate	01/10/2020	Woodver	NA	
5	Deepak Bhatia	32,13,600.00	On Roll	Graduate	17/04/2023		NA	
6	Deepak Pareek	31,48,260.00	On Roll	Graduate	13/09/2018	Renner Italia Spa Minerbio	NA	
7	Dharam Vir Tuli	30,07,632.00	On Roll	Graduate	05/03/2024		NA	

8	Ajoy Alexander Mathew	30,00,000.00	On Roll	Graduate	02/04/2012	Kapci Coatings India Pvt Ltd	NA	
9	Deepak Ahuja	28,56,612.00	On Roll	Graduate	01/06/2024		NA	
10	Chandan Jain	28,46,592.00	On Roll	B. Tech (Chemical Engineering)	05/03/2024	Woodver Coating Pvt. Ltd.	NA	

Notes: Above mentioned particulars of Employees are on the basis of their last drawn monthly gross remuneration of FY 2025-2026 for easy and fair calculations.

On behalf of the Board
For **Sirca Paints India Limited**

Place: New Delhi

Date: July 17, 2026

Sd/-

SANJAY AGARWAL

DIN: 01302479

Chairman cum Managing Director

Sd/-

APOORV AGARWAL

DIN: 01302537

Joint Managing Director

INDEPENDENT AUDITOR’S REPORT

To The Members of Sirca Paints India Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of Sirca Paints India Limited (“the Company”), which comprise the standalone balance sheet as at March 31, 2026, the standalone statement of profit and loss (including other comprehensive income), the standalone statement of changes in equity and the standalone statement of Cash Flows for the year ended on that date, and the notes to the standalone financial statements including a summary of the significant accounting policies and other explanatory information (hereinafter referred to as “the standalone financial statements”).

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 (“the Act”) in the manner so required and give a true and fair view in conformity with the accounting standards prescribed under section 133 of the Act read with the Companies(Indian Accounting Standards) Rules 2015, as amended,(“Ind AS”) and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026 and its profit, other comprehensive income, changes in equity and its cash flows 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) specified under section 143(10) of the Act. Our responsibilities under those SAs 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 (ICAI) together with the independence requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules made there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI’s 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 of the current period. 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.

a) Revenue recognition (refer note no. 2.4 & 28 of the Standalone financial Statements)

The key audit matters	How the matter was addressed in our report
Revenue from the sale of goods (hereinafter referred to as “Revenue”) is recognised when the Company performs its obligation to its customers and the amount of revenue can be measured reliably and recovery of the consideration is probable. The timing of such recognition in case of sale of goods is when the control over the same is transferred to the customer, which is mainly upon delivery. The timing of revenue recognition is relevant to the reported performance of the Company. The management considers revenue as a key measure for evaluation of performance. There is a risk of revenue being recorded before control is transferred.	Assessing the appropriateness of the Company’s revenue recognition accounting policies in line with Ind AS 115 (“Revenue from Contracts with Customers”) and testing thereof. Our other audit procedures with regard to revenue recognition include testing controls, automated and manual, around dispatches/deliveries, E –Way bill Verification, inventory reconciliations and circularization of receivable balances, substantive testing for cut-offs and analytical review procedures. Testing the supporting documentation for sales transactions recorded during the period closer to the year end and subsequent to the year end, including examination of credit notes issued after the year end to determine whether revenue was recognised in the correct period. Performing analytical procedures on current year revenue based on monthly trends and where appropriate, conducting further enquiries and testing.

b) Discounts and incentives (Refer note 2.4 and 28 of the Standalone Financial Statements)

The key audit matters	How the matter was addressed in our report
Discounts and incentives to dealers / customers are administered through various schemes including incentives. These are material items of business cost. The calculation of the amount of expense to be recognized is both voluminous, complex and involves significant judgement. There is a risk that such liabilities for discounts and incentives may be inaccurately recognized.	Our audit procedures included assessment of the design and implementation of controls, in addition to testing the effectiveness of key controls in respect of recognition of the liabilities for such discounts and incentives. We have considered each significant type of discount recognized and assessed the appropriateness of the judgement applied while recognizing the liability including the methodology and inputs used in calculating the amount and in some cases, re-performed the calculation. Our audit procedures also included verification of appropriate authorization, analytical review including comparison of budgeted amount and actual charge for the year and review of historical trends in respect of these liabilities.

Information Other than the Financial Statements and Auditor’s Report Thereon

The Company’s management and Board of Directors are responsible for the preparation of the other information. The other information comprises the information included in the company’s annual report, but does not include The consolidated financial statements, the standalone financial statements and our auditor’s reports thereon.

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 the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our 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.

Responsibility of Management and Board of Directors for the Standalone Financial Statements

The Company’s management and Board of Directors are 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 state of affairs, profit/loss and other comprehensive income, changes in equity and cash flow 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. This responsibility also includes 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 frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and 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 and Board of Directors are 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.

The Board of Directors are 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 financial controls 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 system 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 in the standalone financial statements made by the Management and Board of Directors.
- Conclude on the appropriateness of Management and Board of Director'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 standalone 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.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the standalone financial statements

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

of the current period 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. (A) 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 other comprehensive income) , the Statement of changes in equity and the statement of Cash Flow 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 AS specified under Section 133 of the Act;
- e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 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 financial statements of the company and the operating effectiveness of such controls, refer to our separate Report in "Annexure-A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

(B) 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:

- a) The Company does not have any pending litigations which would impact on the financial position of the company.
- b) The Company does not have any long-term contracts including derivative contracts, as such the question of commenting on any material foreseeable losses thereon does not arise.

- c) There has been no delay in transferring amounts, required to be transferred, if any, to the Investor Education and Protection Fund by the Company.
- d) (i) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) 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 persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (ii) The Management has represented that, to the best of its knowledge and belief no funds (which are material either individually or in the aggregate) have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), 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 ("Ultimate Beneficiaries") by or on behalf of the Funding Parties or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- (iii) Based on the 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 (i) and (ii) of Rule 11(e) contain any material mis-statement.
- e) The final dividend paid by the Company during the current year in respect of the same declared for the previous year is in accordance with section 123 of the Companies Act 2013 to the extent it applies to payment of dividend. As stated in note 45 to the financial statements, the Board of Directors of the Company have proposed final dividend for the current 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.
- f) Based on our examination which included test checks, except for the instances mentioned below, the Company has used accounting softwares for maintaining its books of account, which have a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the respective software:

- (i) The feature of recording audit trail (edit log) facility was not enabled at the database level to log any direct data changes for the accounting softwares used for maintaining the books of account relating to payroll, consolidation process and certain noneditable fields/tables of the accounting software used for maintaining general ledger.

Further, for the periods where audit trail (edit log) facility was enabled and operated throughout the year for the respective accounting software, we did not come across any instance of the audit trail feature being tampered with.

2. With respect to the matter to be included in the Auditors' Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act.

3. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of section 143(11) of the Act, we give in the "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

7th May, 2026
New Delhi

For Rajesh Kukreja & Associates
Chartered Accountants
FRN:- 0004254N

Sd/-
Rajesh Kukreja
Partner
(Membership No.083496)
UDIN:- 26083496CEVTSS2172

ANNEXURE “A”

ANNEXURE “A” to the Independent Auditor’s Report on the standalone financial statements of Sirca Paints India Limited for the year ended 31st March, 2026

(Referred to in paragraph 1(f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report of even date)

Report on the Internal Financial Controls Over Financial Reporting under section 143(3)(i) of the Companies Act, 2013 (“the Act”)

Opinion

We have audited the internal financial controls over financial reporting of **SIRCA PAINTS INDIA LIMITED** (“the Company”) as of March 31, 2026 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 and Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. 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 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 company’s internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls with reference to financial statements. 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 over financial reporting 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 financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of such internal financial controls, 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 judgment, 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 system with reference to financial statements.

Meaning of Internal Financial Controls with reference to Standalone Financial Statements

A company’s internal financial control with reference to 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 financial statements include 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 authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized 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 financial statements

Because of the inherent limitations of internal financial controls with reference to 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 over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting 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, an adequate internal financial control system with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2026, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal controls stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (the “Guidance note”).

For Rajesh Kukreja & Associates

Chartered Accountants
FRN:- 0004254N

7th May, 2026
New Delhi

Sd/-
Rajesh Kukreja

Partner

(Membership No.083496)
UDIN:- 26083496CEVTSS2172

Annexure “B”

Annexure “B” to the Independent Auditor’s Report on the standalone financial statements of Sirca Paints India Limited for the year ended 31st March, 2026

(Referred to in paragraph 1 under ‘Report on Other Legal and Regulatory Requirements’ section of our report of even date)

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, we state that:

- i. In respect of the Company’s Property, Plant and Equipment and Intangible Assets:
 - (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 intangible assets.
 - (b) The Company has a program of physical verification of Property, Plant and Equipment and right-of-use assets so to cover all the assets once every three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain Property, Plant and Equipment were due for verification during the year and were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
 - (c) According to the information and explanations given to us and based on the examination of the conveyance deeds / registered sale deed provided to us, we report that, the title deeds, comprising all the immovable properties of land and buildings which are freehold, are held in the name of the Company as at the balance sheet date. In respect of immovable properties of land and building that have been taken on lease and disclosed as fixed assets in the standalone financial statements, the lease agreements are in the name of the Company. Accordingly, clause 3(i)(c) of the Order is not applicable.
 - (d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its property, plant and equipment (including right of use assets) or intangible assets or both during the year.
 - (e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

- ii. a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, 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, 2026 and discrepancies were not noticed in respect of such confirmations.
- b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, from banks or financial institutions on the basis of security of current assets at any point of time of the year. Accordingly, clause 3(ii)(b) is not applicable to the Company.
- iii. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not provided security to companies, firms, limited liability partnerships or any other parties during the year. The Company has not provided guarantees, granted loans and advances in the nature of loans and advances during the year to companies, firms or limited liability partnerships and other parties. Accordingly, clauses 3(iii)(a), 3(iii)(b), 3(iii)(c), 3(iii)(d), 3(iii)(e), 3(iii)(f) of the Order are not applicable to the Company.

In our opinion, the investments made and the terms and conditions of the grant of loans, during the year are, prima facie, not prejudicial to the Company’s interest.

The Company has not made investments in Firms and Limited Liability Partnerships during the year.

- (iv) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has neither made any investments nor has it given loans or provided guarantee or security as specified under Section 185 of the Companies Act, 2013 (“the Act”) and the Company has not provided any security as specified under Section 186 of the Act. Further, in our opinion, the Company has complied with the provisions of Section 186 of the Act in relation to loans given, guarantees provided and investments made.
- (v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.
- (vi) According to the information and explanations given to us, the maintenance of cost records under Section 148(1) of the Act is applicable to the company. 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, 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) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion amounts deducted / accrued in the books of account in respect of undisputed statutory dues including GST, Provident fund, Employees' State Insurance, Income-Tax, Duty of Customs, Cess and other statutory dues have been regularly deposited by the Company with the appropriate authorities;

According to the information and explanations given to us and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of GST, Provident fund, Employees' State Insurance, Income-Tax, Duty of Customs, Cess and other statutory dues were in arrears as at 31 March 2026 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no statutory dues relating to GST, Provident Fund, Employees State Insurance, Income-Tax, Sales Tax, Service Tax, Duty of Customs, Value Added Tax or Cess or other statutory dues which have not been deposited on account of any dispute.

- (viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.

- (ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in the repayment of loans or borrowings or in the payment of interest thereon to any lender.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.

(c) In our opinion and according to the information and explanations given to us by the management, term loans were applied for the purpose for which the loans were obtained.

(d) According to the information and explanations given to us and on an overall examination of the balance sheet of the Company, we report that:

the Company has utilized the money obtained by way of term loan during the year for the purposes for which they were obtained.”.

Based on our examination, we report that the Company has not used any short-term funds for long-term purposes.

(e) According to the information and explanations given to us and on an overall examination

of the standalone 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, as defined in the Act. The Company does not hold any investment in any associate or joint venture (as defined in the Act) during the year ended 31 March 2026.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries (as defined under the Act).

- (x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) Accordingly, clause 3(x)(a) of the Order is not applicable.
(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.

- (xi) (a) Based on examination of the books and records of the Company and according to the information and explanations given to us, considering the principles of materiality outlined in the Standards on Auditing, we report that no fraud by the Company or on the Company has been noticed or reported during the course of the audit.

(b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

- (f) According to the information and explanations given to us no whistle blower complaints have been received by the Company during the year.

- (xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.

- (xiii) In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with Section 177 and 188 of the Act, where applicable, and the details of the related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.

- (xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered the internal audit reports of the Company issued till date for the period under audit.

- (xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Act are not applicable to the Company.
- (xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clauses 3(xvi)(a) and 3(xvi)(b) of the Order are not applicable.
- (b) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.
- (c) According to the information and explanations provided to us during the course of audit, the Group does not have any CICs.
- (xvii) The Company has not incurred cash losses in the current and in the immediately preceding financial year.
- (xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable
- (xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the standalone 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 the 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) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of section 135 of the Act pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.
- To The Members To The Members of Sirca Paints India Limited

For Rajesh Kukreja & Associates
Chartered Accountants
FRN:- 0004254N

Sd/-
Rajesh Kukreja
Partner

(Membership No.083496)
UDIN:- 26083496CEVTSS2172

7th May, 2026
New Delhi

NOTES

Note 1: Corporate Information

SIRCA PAINTS INDIA LIMITED (Formerly known as SIRCA PAINTS INDIA PRIVATE LIMITED and earlier known as Sircolor Wood Coatings Private Limited, is a public limited company domiciled in India and incorporated under the provisions of The Companies Act, 1956/2013 located at G-82, Kirti Nagar, Delhi-110015 (India). The Company is listed on the National Stock Exchange (NSE).The company is engaged in the business of sole import and distribution of total product range of Sirca S.P.A. Italy, which has progressively grown up to a significant position in the wood, glass and metal coatings in the global market, becoming one of the four top companies in this segment. Sirca paints india ltd also started its production of wall paints, Melamine products, N.C products and economical P.U. products in technical collaboration with Sirca spa italy that sets the company in the market with particular quality and competitiveness power. Our product range includes all PU products, stains, special effects, acrylic PU, polyester, Wallpaints, U.V. Products etc.

Note 2: Significant accounting policies

The significant accounting policies applied by the Company in preparation of its financial statements are listed below. Such accounting policies have been applied consistently to all the periods presented in these financial statements and in preparing the opening Ind AS financial statement for financial position as at April 1, 2018.

2.1 Statement of compliance

The financial statements have been prepared in accordance with Ind ASs notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time . Upto the year ended March 31, 2019, the Company prepared its financial statements in accordance with the requirements of previous GAAP, which includes Standards notified under the Companies (Accounting Standards) Rules, 2006. These are Company's first Ind AS financial statements. The date of transition to Ind AS is April 1, 2018.

2.2 Basis of Preparation and Measurement

(i) Basis of preparation

The financial statements have been prepared on accrual and going concern basis. The accounting policies are applied consistently to all the periods presented in the financial statements. All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria as set out in the Division II of Schedule III to the Companies Act, 2013.

Based on the nature of products and the time between acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current or non-current classification of assets and liabilities. The financial statements are represented in INR, the functional currency of the Company. Items included in the financial statements of the Company are recorded using the currency of the primary economic environment in which the Company operates (the 'functional currency'). Transactions and balances with values below the rounding off norm adopted by the Company have been reflected as "0" in the relevant notes to these financial statements. The financial statements of the Company for the year ended March 31, 2026 were approved for issue in accordance with the resolution of the Board of Directors on May 7, 2026.

(ii) Basis of measurement

The financial statements have been prepared under the historical cost convention with the exception of certain assets and liabilities that are required to be carried at fair values by Ind AS. 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.

2.3 Use of estimates and judgment

The preparation of the financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from those estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected. Significant judgments and estimates relating to the carrying values of assets and liabilities include useful lives of property, plant and equipment and intangible assets, impairment of property, plant and equipment, intangible assets and investments, provision for employee benefits and other provisions, recoverability of deferred tax assets, commitments and contingencies.

2.4 Revenue from contract with customers

Company has adopted Ind AS 115 "Revenue from Contract With Customers" starting April 01, 2018. Revenue from contract with customers is recognised when the Company satisfies performance obligation by transferring promised goods and services to the customer. Performance obligations are satisfied at a point of time. Performance obligations are said to be satisfied at a point of time when the customer obtains controls of the asset.

Revenue is measured based on transaction price, which is the fair value of the consideration received or receivable, stated net of discounts, returns and Goods and Service Tax. Transaction price is recognised based on the price specified in the contract, net of the estimated sales incentives/ discounts. Accumulated experience is used to estimate and provide for the discounts/ right of return, using the expected value method. Revenue is only recognised to the extent that it is highly probable a significant reversal will not occur. Our customers have the contractual right to return goods only when authorised by the Company. An estimate is made of goods that will be returned and a liability is recognised for this amount using a best estimate based on accumulated experience.

Income from services rendered is recognised based on agreements/arrangements with the customers as the service is performed and there are no unfulfilled obligations. Interest income is recognised using the effective interest rate (EIR) method.

2.5 Foreign currency transactions and translation

The financial statements of the Company is presented in INR, which is the functional currency of the Company and the presentation currency for the financial statements. In preparing the financial statements of the Company, transactions in currencies other than the entity's functional currency are recorded at the rates of exchange prevailing on the date of the transaction. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at the end of the reporting period. Non-monetary items that are measured in terms of historical cost in a foreign currency are not translated. Exchange differences arising on the settlement of monetary items, and on retranslation of monetary items are included in the statement of profit and loss for the period.

2.6 Property, plant and equipment

An item of property, plant and equipment is recognised as an asset if it is probable that future economic benefits associated with the item will flow to the Company and its cost can be measured reliably. This recognition principle is applied to the costs incurred initially to acquire an item of property, plant and equipment and also to costs incurred subsequently to add to, replace part of, or service it. All other repair and maintenance costs, including regular servicing, are recognised in the statement of profit and loss as incurred. When a replacement occurs, the carrying amount of the replaced part is de-recognised. Property, plant and equipment are stated at cost, less accumulated depreciation and impairment. Cost includes all direct costs and expenditures incurred to bring the asset to its working condition and location for its intended use. Trial run expenses (net of revenue) are capitalised. Borrowing costs during the period of construction are added to the cost of eligible tangible assets.

Gain or loss arising on disposal of an asset is determined as the difference between the sale proceeds and the carrying amount of the asset, and is recognised in the statement of profit and loss.

Property, plant and equipment which are not ready for intended use as on the date of Balance Sheet are closed as "Capital work-in-progress".

Advances paid towards the acquisition of property, plant and equipment outstanding at each balance sheet date is classified as capital advances under "Other Non-Current Assets".

2.7 Intangible assets

Patents, trademarks, License and software costs are included in the balance sheet as intangible assets where they are clearly linked to long term economic benefits for the Company. In this case they are measured initially at purchase cost and then subsequently intangible assets are carried at cost less any accumulated amortisation and accumulated impairment losses, if any.

The useful lives of intangible assets are assessed as either finite or indefinite. Finite-life intangible assets are amortised on a straight-line basis over the period of their estimated useful lives. Estimated useful lives by major class of finite-life intangible assets are as follows:

Design - 10 years

Know-how - NIL

Computer software - 5 years

Trademarks - 5 years

The amortisation period and the amortisation method for finite-life intangible assets is reviewed at each financial year end and adjusted prospectively, if appropriate. For indefinite life intangible assets, the assessment of indefinite life is reviewed annually to determine whether it continues, if not, it is impaired or changed prospectively basis revised estimates.

2.8 Depreciation and amortization of property, plant and equipment

Depreciation is the systematic allocation of the depreciable amount of an asset over its useful life and is provided on written down value basis over the useful life as prescribed in Schedule II of the Companies Act, 2013 unless otherwise specified. Depreciable amount for the assets is the cost of an asset less its estimated residual value. Depreciation on addition to/deductions from fixed assets is provided on pro rata basis from/to the date of acquisition/disposal. Depreciation on assets under construction commences only when the assets are ready for their intended use.

2.9 Financial Instruments

I. Financial Assets:

Financial assets are recognised when the Company becomes a party to the contractual provisions of the instrument.

On initial recognition, a financial asset is recognised at fair value. In case of Financial assets which are recognised at fair value through profit and loss (FVTPL), its transaction cost is recognised in the statement of profit and loss. In other cases, the transaction cost is attributed to the acquisition value of the financial asset.

Financial assets are subsequently classified and measured at

- amortised cost

- fair value through profit and loss (FVTPL)

- fair value through other comprehensive income (FVOCI).

Financial assets are not reclassified subsequent to their recognition, except during the period the Company changes its business model for managing financial assets.

(a) Trade Receivables and Loans:

Trade receivables are initially recognised at fair value. Subsequently, these assets are held at amortised cost, using the effective interest rate (EIR) method net of any expected credit losses. The EIR is the rate that discounts estimated future cash income through the expected life of financial instrument.

Effective interest method

The effective interest method is a method of calculating the amortised cost of a financial instrument and of allocating interest income or expense over the relevant period. The effective interest rate is the rate that exactly discounts future cash receipts or payments through the expected life of the financial instrument, or where appropriate, a shorter period.

(b) Debt Instruments:

Debt instruments are initially measured at amortised cost, fair value through other comprehensive income ('FVOCI') or fair value through profit or loss ('FVTPL') till derecognition on the basis of (i) the Company's business model for managing the financial assets and (ii) the contractual cash flow characteristics of the financial asset.

Financial assets at amortised cost(AC)

Financial assets that are held within a business model whose objective is to hold financial assets in order to collect contractual cash flows that are solely payments of principal and interest, are subsequently measured at amortised cost using the 'EIR' method less impairment, if any. The amortisation of EIR and loss arising from impairment, if any is recognised in the Statement of Profit and Loss.

Financial assets measured at fair value through Other Comprehensive Income (FVOCI)

Financial assets that are held within a business model whose objective is achieved by both, selling financial assets and collecting contractual cash flows that are solely payments of principal and interest, are subsequently measured at fair value through other comprehensive income. Fair value movements are recognised in the other comprehensive income (OCI). Interest income measured using the EIR method and impairment losses, if any are recognised in the Statement of Profit and Loss. On derecognition, cumulative gain or loss previously recognised in OCI is reclassified from the equity to 'other income' in the Statement of Profit and Loss.

Financial assets measured at fair value through Other Profit or Loss (FVTPL)

A financial asset not classified as either amortised cost or FVOCI, is classified as FVTPL. Such financial assets are measured at fair value with all changes in fair value, including interest income and dividend income if any, recognised as 'other income' in the Statement of Profit and Loss.

(c) Equity Instruments

All investments in equity instruments classified under financial assets are initially measured at fair value, the Company may, on initial recognition, irrevocably elect to measure the same either at FVOCI or FVTPL.

The Company makes such election on an instrument-by instrument basis. Fair value changes on an equity instrument is recognised as 'other income' in the Statement of Profit and Loss unless the Company has elected to measure such instrument at FVOCI. Fair value changes excluding dividends, on an equity instrument measured at FVOCI are recognised in OCI. Amounts recognised in OCI are not subsequently reclassified to the Statement of Profit and Loss. Dividend income on the investments in equity instruments are recognised as 'other income' in the Statement of Profit and Loss.

(d) Derivative Financial Instruments

The Company uses derivative financial instruments to hedge its foreign currency and commodity risks. Derivatives are measured at fair value. The treatment of changes in the value of derivative depends on their use as explained below:

Cash Flow Hedges:

Derivatives are held to hedge the uncertainty in timing or amount of future forecast cash flows. Such derivatives are classified as being part of cash flow hedge relationships. For an effective hedge, gains and losses from changes in the fair value of derivatives are recognised in other comprehensive income. Any ineffective elements of the hedge are recognised in the statement of profit and loss. If the hedged cash flow relates to a non-financial asset, the amount accumulated in equity is subsequently included within the carrying value of that asset. For other cash flow hedges, amounts accumulated in other comprehensive income are taken to the statement of profit and loss at the same time as the related cash flow.

Derivatives for which hedge accounting is not applied

Derivative financial instruments for which hedge accounting is not applied are initially recognised at fair value on the date on which a derivative contract is entered and are subsequently measured at FVTPL.

Impairment of financial assets

The Company applies expected credit loss (ECL) model for measurement and recognition of loss allowance on the following:

- Trade receivables
- Financial assets measured at amortised cost (other than trade receivables)
- Financial assets measured at fair value through other comprehensive income (FVTOCI).

In case of trade receivables, the Company follows a simplified approach wherein an amount equal to lifetime ECL is measured and recognised as loss allowance. In case of other assets (listed as ii and iii above), the Company determines if there has been a significant increase in credit risk of the financial asset since initial recognition. If the credit risk of such assets has not increased significantly, an amount equal to 12-month ECL is measured and recognised as loss allowance. However, if credit risk has increased significantly, an amount equal to lifetime ECL is measured and recognised as loss allowance. Subsequently, if the credit quality of the financial asset improves such that there is no longer a significant increase in credit risk since initial recognition, the Company reverts to recognising impairment loss allowance based on 12-month ECL. 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 Company expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial asset. 12-month ECL are a portion of the lifetime ECL which result from default events that are possible within 12 months from the reporting date. ECL are measured in a manner that they reflect unbiased and probability weighted amounts determined by a range of outcomes, taking into account the time value of money and other reasonable information available as a result of past events, current conditions and forecasts of future economic conditions. As a practical expedient, the Company uses a provision matrix to measure lifetime ECL on its portfolio of trade receivables.

The provision matrix is prepared based on historically observed default rates over the expected life of trade receivables and is adjusted for forward-looking estimates. At each reporting date, the historically observed default rates and changes in the forward-looking estimates are updated.

ECL allowance recognised (or reversed) during the period is recognised as income/expense in the Statement of Profit and Loss under the head 'Other expenses'. conditions and forecasts of future economic conditions.

Derecognition of financial assets

The Company derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or it transfers the financial asset and substantially all risks and rewards of ownership of the asset to another entity. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the assets and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing of the proceeds received.

II. Financial liabilities and equity instruments

Classification as debt or equity

Financial liabilities and equity instruments issued by the Company are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments are recorded at the proceeds received, net of direct issue costs.

Financial Liabilities

Initial Recognition and measurement

Financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial liabilities are initially measured at the amortised cost unless at initial recognition, they are classified as fair value through profit and loss. In case of trade payables, they are initially recognised at fair value and subsequently, these liabilities are held at amortised cost, using the effective interest rate method.

Subsequent measurement

Financial liabilities are subsequently measured at amortised cost using the EIR method. Financial liabilities carried at fair value through profit or loss are measured at fair value with all changes in fair value recognised in the Statement of Profit and Loss.

Derecognition of financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or they expire.

2.10 Employee benefits

Defined contribution plans

Contributions to defined contribution schemes such as employees' state insurance, labour welfare fund etc. are charged as an expense based on the amount of contribution required to be made as and when services are rendered by the employees.

Company in respect of above schemes has made contribution to a Government administered fund(s) and charged as an expense to the Statement of Profit and Loss. The above benefits are classified as Defined Contribution Schemes as the Company has no further defined obligations beyond the monthly contributions.

Defined benefit plans

For defined benefit retirement schemes, the cost of providing benefits is determined using the Projected Unit Credit Method, with actuarial valuation being carried out at each balance sheet date. Re-measurement gains and losses of the net defined benefit liability / (asset) are recognised immediately in Other Comprehensive Income.

The service cost, net interest on the net defined benefit liability / (asset) is treated as a net expense within employment costs.

Past service cost is recognised as an expense, when the plan amendment or curtailment occurs, or when any related restructuring cost or termination benefits are recognised, whichever is earlier.

The retirement benefit obligation recognised in the balance sheet represents the present value of the defined-benefit obligation, as reduced by the fair value plan assets.

2.11 Inventories

Inventories are valued at the lower of cost and net realisable value. Cost is computed on a weighted average basis. Cost of finished goods and work-in-progress include all costs of purchases, conversion costs and other costs incurred in bringing the inventories to their present location and condition. The net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and estimated costs necessary to make the sale.

2.12 Provisions and contingent liability

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a 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. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance Sheet date. If the effect of the time value of money is material, provisions are discounted to reflect its present value using a current pre-tax rate that reflects the current market assessments of the time value of money and the risks specific to the obligation. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

2.13 Income taxes

Tax expense for the year comprises current and deferred tax.

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the statement of profit and loss because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible.

The Company's liability for current tax is calculated using tax rates and tax laws enacted in the country. It is recognised in the Statement of Profit and Loss except to the extent it relates to an item which is recognised directly in equity or in other comprehensive income.

Interest expenses and penalties, if any, related to income tax are included in finance cost and other expenses respectively. Interest Income, if any, related to Income tax is included in Other Income.

Deferred tax is recognised in respect of temporary differences between the carrying amount of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes.

A deferred tax liability is recognised based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted, or substantively enacted, by the end of the reporting period. Deferred tax assets are recognised only to the extent that it is probable that future taxable profits will be available against which the asset can be utilised. Deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that the related tax benefit will be realised.

Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle the asset and the liability on a net basis. Deferred tax assets and deferred tax liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities; and the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority.

2.14 Leases

Company has adopted Ind AS 116 “Leases” Starting April 01, 2019, with initial date of application being April 01, 2019.

Accounting policy upto March 31, 2019:

The Company determines whether an arrangement contains a lease by assessing whether the fulfillment of a transaction is dependent on the use of a specific asset and whether the transaction conveys the right to use that asset to the Company in return for payment. Where this occurs, the arrangement is deemed to include a lease and is accounted for either as finance or operating lease. Leases are classified as finance leases where the terms of the lease transfers substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases. Rentals payable under operating leases are charged to the statement of profit and loss on a straight line basis over the term of the relevant lease unless another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed.

Accounting policy w.e.f. April 01, 2019

The Company applied Ind AS 16 using the modified retrospective approach with a date of initial application of 1 January 2019 and accordingly the comparative figures have not been restated. Moreover, there was no impact of initial application on the balance of retained earnings as of April 01, 2019. As a result, the Company has changed its accounting policy for lease contracts as detailed below.

The Company as a lessee

At inception of a contract the Company assess whether a contract is, or contain a lease. A contract is, or contains, a lease if contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

The Company recognises a right of use asset and a lease liability at the lease commencement date. The right of use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right of use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right of use asset or the end of the lease term. The estimated useful lives of right of use assets are determined on the same basis as those of property, plant and equipment.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or if that rate cannot be readily determined, the Company's incremental borrowing rate. Generally, the Company uses its incremental borrowing rate as the discount rate. The lease liability is measured at amortised cost using the effective interest method.

The Company as a lessor

When the Group acts as a lessor, it determines at lease inception whether each lease is a finance lease or an operating lease. To classify each lease, the Group makes an overall assessment of whether the lease transfers substantially all of the risks and rewards incidental to ownership of the underlying asset. If this is the case, then the lease is a finance lease; if not, then it is an operating lease. As part of this assessment, the Group considers certain indicators such as whether the lease is for the major part of the economic life of the asset.

2.15 Non-current assets held for sale and discontinued operations

Non-current assets and disposal groups classified as held for sale are measured at the lower of their carrying value and fair value less costs to sell. Assets and disposal groups are classified as held for sale if their carrying value will be recovered through a sale transaction rather than through continuing use. Non-current assets or disposal groups comprising of assets and liabilities are classified as 'held for sale' when all the following criteria are met: (i) decision has been made to sell, (ii) the assets are available for immediate sale in its present condition, (iii) the assets are being actively marketed and (iv) sale has been agreed or is expected to be concluded within 12 months of the Balance Sheet date.

2.16 Borrowing costs

Borrowing costs consist of interest and other costs that the Company incurred in connection with the borrowing of funds. Borrowing costs that are directly attributable to the acquisition and/or construction of a qualifying asset, till the time such qualifying asset becomes ready for its intended use, are capitalized. A qualifying asset is one that necessarily takes a substantial period to get ready for its intended use.

All other borrowing costs are charged to the Statement of Profit and Loss on an accrual basis as per the effective interest rate method.

2.17 Expenditure

Expenses are accounted on accrual basis except coupon redemption scheme expenses which are recorded on actual payment basis.

2.21 Following Ratios to be disclosed:-

Sl No	Particulars		Valuation Type		Ratio
(a)	Current Ratio,	=	Current Assets/ Current Liabilities	3,873,916,927 743,509,692	5.21
(b)	Debt-Equity Ratio	=	Total Liabilities/ Shareholder's Equity	1,138,018,128 4,752,325,929	24%
(c)	Debt Service Coverage Ratio,	=	Earnings available for debt service / Debt Service	954,631,913 358,329,645	2.66%
(d)	Return on Equity Ratio,	=	Net Profits after taxes – Preference Dividend (if any) / Average Shareholder's Equity	650,532,935 4,124,406,658	16%
(e)	Inventory turnover ratio,	=	Cost of goods sold / Average Inventory	4,924,841,072 1,093,120,566	4.51
(f)	Trade Receivables turnover ratio,	=	Net Credit Sales / Average Accounts Receivable	4,924,841,072 1,242,728,933	3.96
(g)	Trade payables turnover ratio,	=	Net Credit Purchases / Average Trade Payables	2,692,989,411 463,125,811	5.81

(h)	Net capital turnover ratio,	=	Net Sales/ Average Share Holders' fund	4,924,841,072 4,124,406,658	1.19
(i)	Net profit ratio,	=	Net Profit / Net Sales	650,532,935 4,924,841,072	13%
(j)	Return on Capital employed,	=	Earning before interest and taxes / Capital Employed	920,113,142 4,752,325,929	0.19

The accompanying notes are integral part of the Financial Statements
In terms of our report of even date

For and On Behalf of the Board of Directors
SIRCA PAINTS INDIA LIMITED

For Rajesh Kukreja & Associates
Chartered Accountants
FRN:- 0004254N

Sd/-
Rajesh Kukreja
Partner
(Membership No.083496)
UDIN:- 26083496CEVTSS2172

Sd/-
Sanjay Agarwal
Chairman Cum Managing Director
DIN: 01302479

Sd/-
Apoorv Agarwal
Joint Managing Director
DIN: 01302537

Standalone Balance Sheet

Particulars		Note	As at 31.03.2026	As at 31.03.2025
ASSETS			(₹ in Lakhs)	(₹ in Lakhs)
(1)	Non-current assets			
	(a) Property, Plant and Equipment	3	5,599.76	5,678.62
	(b) Intangible assets	4	10,665.23	10,672.41
	(c) ROU Assets	5	1,091.21	-
	(d) Capital work in progress	6	1,026.27	22.49
	(e) Investment in Wholly owned Subsy	7	10.00	10.00
	(f) Financial assets			
	(i) Investments	8	724.35	-
	(ii) Other financial assets	9	85.88	65.88
	(g) Other non-current assets	10	858.99	707.50
	(h) Deferred tax asset	11	102.58	55.33
			20,164.27	17,212.23
(2)	Current assets			
	(a) Inventories	12	11,060.68	10,801.73
	(b) Financial assets			
	(i) Investments	13	5,004.95	200.00
	(ii) Trade receivables	14	15,524.87	9,329.71
	(iii) Cash and cash equivalents	15	5,678.32	4,324.16
	(iv) Other bank balances	16	119.23	1,091.80
	(v) Other financial assets	17	200.36	298.55
	(c) Current Tax Assets (net)	18	-	3.82
	(d) Other current assets	19	1,150.75	1,807.92
			38,739.17	27,857.69
TOTAL ASSETS			58,903.44	45,069.92
EQUITY AND LIABILITIES				
(1)	EQUITY			
	(a) Share Capital	20	5,679.28	5,480.88
	(b) Other equity	21	41,843.98	29,483.99
			47,523.26	34,964.87
(2)	LIABILITIES			
(A)	Non-current liabilities			
	(a) Financial liabilities			
	(i) Long term Borrowings	22	2,589.04	4,166.67
	(ii) Other Financial Liabilities	23	1,217.52	57.05
	(b) Long term provision	24	138.53	49.01
			3,945.08	4,272.73
(B)	Current liabilities			
	(a) Financial liabilities			
	(i) Trade payables	25		
	(A) Total Outstanding Dues of Micro Enterprises and Small enterprises		2,141.30	1,120.43
	(B) Total Outstanding Dues of Creditors Other than micro enterprises and small enterprises		3,247.24	2,753.55
	(ii) Short term borrowings	26	642.86	833.33
	(iii) Other financial liability	27	585.92	514.89
	(b) Other current liability	28	712.14	610.12
	(c) Current tax liability (Net)	29	105.64	-
			7,435.10	5,832.32
TOTAL EQUITY AND LIABILITIES			58,903.44	45,069.92

The accompanying notes are integral part of the Financial Statements
In terms of our report of even date
For and on behalf of

For Rajesh Kukreja & Associates

Chartered Accountants
FRN:- 0004254N

Sd/-
Rajesh Kukreja
Partner
(Membership No.083496)
UDIN:- 26083496CEVTSS2172
Place:-New Delhi
Date:- 07/05/2026

Sd/-
Sanjay Agarwal
Chairman Cum Managing Director
DIN: 01302479

Sd/-
Shallu
Chief Financial Officer
PAN:- DCDPS8801K

Sd/-
Apoorv Agarwal
Joint Managing Director
DIN: 01302537

Sd/-
Hira Kumar
Company Secretary
PAN:-AZOPK3543K

For and On Behalf of the Board of Directors
SIRCA PAINTS INDIA LIMITED

Standalone Statement of Profit and loss

Particulars		Note	April'25 to Mar '26	April'24 to Mar '25
			(₹ in Lakhs)	(₹ in Lakhs)
I	Revenue from operations	30	49,248.41	37,367.93
II	Other Income	31	386.62	516.32
III	Total Income (I + II)		49,635.03	37,884.24
IV	EXPENSES			
	(a) Cost of Material Consumed	32	20,033.68	10,977.36
	(b) Purchase of traded goods	33	5,590.67	10,097.17
	(c) Changes in stock of traded goods	34	1,046.59	(1,124.23)
	(d) Employee benefit expenses	35	5,139.77	4,323.10
	(e) Finance costs	36	489.46	17.41
	(f) Depreciation and amortization expenses	37	1,074.25	695.43
	(g) Other expenses	38	7,548.94	6,349.96
	Total Expenses (IV)		40,923.35	31,336.19
V	Profit before tax (III - IV)		8,711.68	6,548.05
VI	Tax Expense	39		
	(a) Current tax		2,253.60	1,635.43
	(b) Taxation for earlier years		-	-
	(c) Deferred tax		(47.25)	2.21
	Total tax expense		2,206.35	1,637.64
VII	Profit after tax (V-VI)		6,505.33	4,910.41
VIII	Other Comprehensive Income			
	(a) Items that will not be reclassified to profit or loss			
	Remeasurement gain/(loss) on defined benefit plan		20.62	4.78
	(b) Items that will be reclassified to profit or loss			
			20.62	4.78
IX	Total Comprehensive Income for the year (VII+VIII)		6,525.95	4,915.19
X	Earnings per equity share			
	Basic / Diluted	40	11.64	8.96

The accompanying notes are integral part of the Financial Statements
In terms of our report of even date
For and on behalf of

For Rajesh Kukreja & Associates

Chartered Accountants
FRN:- 0004254N

Sd/-
Rajesh Kukreja
Partner
(Membership No.083496)
UDIN:- 26083496CEVTSS2172
Place:-New Delhi
Date:- 07/05/2026

Sd/-
Sanjay Agarwal
Chairman Cum Managing Director
DIN: 01302479

Sd/-
Shallu
Chief Financial Officer
PAN:- DCDPS8801K

Sd/-
Apoorv Agarwal
Joint Managing Director
DIN: 01302537

Sd/-
Hira Kumar
Company Secretary
PAN:-AZOPK3543K

For and On Behalf of the Board of Directors
SIRCA PAINTS INDIA LIMITED

Standalone Cash Flow Statement

Particulars		April-Mar 2026	April-Mar 2025
		(₹ in Lakhs)	(₹ in Lakhs)
A.	Cash Flow from Operating activities:		
	Profit before taxes	8,711.68	6,548.05
	Adjustments for:		
	Depreciation and amortization expenses	1,074.25	695.43
	(Profit)/Loss on sale of assets	(1.30)	19.48
	Finance Income	(372.77)	(330.14)
	Finance expenses	489.46	17.41
	Lease Rent Paid (Ind As)	(335.69)	
	Other non cash items	(19.30)	4.78
	Operating profit before working capital changes	9,546.32	6,955.01
	Adjustments for:		
	Trade receivables	(6,195.16)	(2,775.63)
	Financial assets and other current/non-current asset	583.87	(1,737.72)
	Inventories	(258.96)	(1,267.65)
	Trade payables	1,514.56	620.13
	Financial liabilities and other current/non-current liabilities	1,423.04	5,263.68
	Cash generated from operations	6,613.67	7,057.82
	Direct tax paid (net of refunds)	(2,168.31)	(1,630.85)
	Net Cash from Operating Activities.....A	4,445.36	5,426.98
B.	Cash Flow from Investing Activities:		
	Purchase of fixed assets including WIP	(2,781.38)	(10,693.25)
	Sale of fixed assets	2.00	12.10
	Investments & Securities	(5,529.30)	4,218.50
	Movement in fixed deposits with banks	972.57	1,600.01
	Interest received	361.56	330.14
	Net cash used in Investing Activities B	(6,974.55)	(4,532.49)
C.	Cash Flow from Financing activities:		
	Proceeds from issue of equity shares (Net of transaction cost)	6,926.94	-
	Net Proceeds/(Repayment) of borrowings	(1,732.00)	-
	Interest and other finance costs paid	(489.46)	(17.41)
	Dividend Paid	(822.13)	(822.13)
	Net Cash used in Financing Activities C	3,883.35	(839.54)
	Net increase or (decrease) in cash or cash equivalents (A+B+C)	1,354.17	54.95
	Cash & Cash equivalents as at 1st April	4,324.16	4,269.21
	Cash & Cash equivalents as at 31th March	5,678.32	4,324.16

The above cash flow statement has been prepared under the “Indirect Method” as set out in the Ind AS-7 statement of Cash Flow.

For and On Behalf of the Board of Directors
SIRCA PAINTS INDIA LIMITED

Sd/-
Sanjay Agarwal
Chairman Cum Managing Director
DIN: 01302479

Sd/-
Apoorv Agarwal
Joint Managing Director
DIN: 01302537

NOTE 3 - Property, Plant and Equipment

(₹ in Lakhs)

PARTICULARS		GROSS CARRYING VALUE					DEPRECIATION / AMORTIZATION				NET CARRYING VALUE AS ON 31-03-2026
	Useful life	01-04-2025	Purchase During the Year	Disposed off During the Year	Sales During the Year	31-03-2026	Depreciation as on 01-04-2025	Depreciation for Year	Dep Reversal	Total Depreciation upto 31-03-2026	
	Year										
LAND		1,820.28	-	-	-	1,820.28	-	-	-	-	1,820.28
Factory Plot Nathupur		1,096.08	-	-	-	1,096.08	-	-	-	-	1,096.08
Land Kirti Nagar		724.20	-	-	-	724.20	-	-	-	-	724.20
BUILDING	30	1,688.60	80.50	-	-	1,769.11	591.56	105.06	-	696.61	1,072.49
Building Kirti Nagar		530.47	-	-	-	530.47	150.02	36.14	-	186.16	344.31
Factory Building Nathupur		1,158.13	-	-	-	1,158.13	441.54	68.08	-	509.62	648.52
Wave City Center Property		-	80.50	-	-	80.50	-	0.84	-	0.84	79.67
PLANT & MACHINARY	15	3,483.23	401.75	2.53	-	3,882.39	1,218.35	443.06	1.21	1,660.21	2,222.25
Plant & Machinery		2,961.85	168.75	1.59	-	3,129.01	979.38	371.97	1.02	1,350.34	1,778.67
Solvent Tank		32.11	-	-	-	32.11	19.68	2.25	-	21.93	10.18
Compressor		16.21	0.85	0.94	-	16.12	10.22	1.11	0.19	11.14	4.98
Automatic Tinting Machine		193.65	162.84	-	-	356.49	64.49	39.29	-	103.78	252.71
SS Mixing Thinner Tank		67.17	-	-	-	67.17	34.31	5.95	-	40.26	26.91
Filing Machine		13.20	-	-	-	13.20	9.04	0.75	-	9.79	3.41
Fire Fighting System		136.37	0.37	-	-	136.74	73.21	11.46	-	84.67	52.07
Lift		17.60	-	-	-	17.60	5.98	2.10	-	8.09	9.51
Lab Equipments		34.25	63.33	-	-	97.58	17.42	6.57	-	23.99	73.59
Weighing Machine		10.81	5.61	-	-	16.42	4.61	1.60	-	6.21	10.21
ELECTRICAL INSTALATION AND EQUIPMENTS	10	199.02	0.80	-	-	199.82	135.62	16.61	-	152.23	47.59
Electrical Instalation and Equipments		199.02	0.80	-	-	199.82	135.62	16.61	-	152.23	47.59
FURNITURE & FIXTURE	10	500.61	38.35	46.95	0.42	491.59	314.89	49.65	39.60	324.94	166.65
Furniture & Fixture		338.58	30.43	-	0.42	368.59	217.41	32.45	0.27	249.59	119.00
Studio Account		162.03	7.92	46.95	-	123.00	97.48	17.19	39.33	75.35	47.65
MOTOR VEHICLE	8	289.18	52.17	-	3.89	337.46	124.96	55.09	3.59	176.46	160.99
Car		288.18	52.17	-	3.89	336.46	124.10	55.05	3.59	175.56	160.90
Scooter		1.00	-	-	-	1.00	0.86	0.04	-	0.91	0.09
OFFICE EQUIPMENT	5	168.92	49.30	1.40	1.11	215.71	114.46	35.71	1.53	148.64	67.07
Office Equipment		106.70	48.00	1.40	1.11	152.20	63.26	30.87	1.52	92.60	59.59
Air Conditioner		61.61	1.30	-	-	62.91	50.62	4.84	-	55.46	7.44

Projectors		-	-	-	-	-	-	-	-	-	-
Solar Inverter		-	-	-	-	-	-	-	-	-	-
Water cooler		0.61	-	-	-	0.61	0.58	-	0.00	0.58	0.03
COMPUTER		119.67	43.16	0.05	-	162.78	91.06	29.33	0.05	120.34	42.45
Computer	3	100.74	19.79	0.01	-	120.52	77.78	19.37	0.01	97.14	23.38
Server	6	-	20.51	-	-	20.51	-	5.67	-	5.67	14.84
Printer	3	18.94	2.87	0.05	-	21.76	13.28	4.30	0.05	17.53	4.23
Grand Total		8,269.52	666.03	50.93	5.42	8,879.13	2,590.90	734.51	45.97	3,279.43	5,599.76

NOTE 4 - INTANGIBLE ASSETS

(₹ in Lakhs)

PARTICULARS		GROSS CARRYING VALUE					DEPRECIATION / AMORTIZATION				NET CARRYING VALUE AS ON 31-03-2026
	Useful life	01-04-2025	Purchase During the Year	Disposed off During the Year	Sales During the Year	31-03-2026	Depreciation as on 01-04-2025	Depreciation for Year	Dep Reversal	Total Depreciation upto 31-03-2026	
	Year										
Software	3	84.30	20.24	-	-	104.54	57.42	23.67	-	81.09	23.45
Technical Know How		491.85	-	-	-	491.85	-	-	-	-	491.85
		-	-	-	-	-	-	-	-	-	-
Trade Mark	20	79.83	0.18	-	-	80.01	1.15	3.94	-	5.09	74.93
Goodwill		10,075.00	-	-	-	10,075.00	-	-	-	-	10,075.00
Grand Total		10,730.98	20.42	-	-	10,751.40	58.57	27.60	-	86.17	10,665.23

Note - 5: ROU Assets

(₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025
ROU Assets	1,091.21	-
Total	1,091.21	-

Note - 6: Capital work in progress

(₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025
Plant and Machinery	1,026.27	22.49
Total	1,026.27	22.49

Amount in CWIP for the year ended 31.03.2026

(₹ in Lakhs)

CWIP	Less Than			More Than	Total
	1 Year	1-2 Years	2-3 Years	3 Year	
Projects In Progress	1,003.78	-	22.49	-	1,026.27
Projects temporarily Suspended		-	-	-	-
	1,003.78	-	22.49	-	1,026.27

Amount in CWIP for the year ended 31.03.2025

(₹ in Lakhs)

CWIP	Less Than			More Than	Total
	1 Year	1-2 Years	2-3 Years	3 Year	
Projects In Progress	-	22.49		-	22.49
Projects temporarily Suspended		-	-	-	-
	-	22.49	-	-	22.49

Note - 7: Investment in Wholly owned Subsy

(₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025
Investment in Wholly owned Subsy		
Sirca Industries Limited	10.00	10.00
Total	10.00	10.00

Note - 8: Investments

(₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025
Investment in Bond		
9.20% Bond Sammaan Capital Ltd.	724.35	-
Total	724.35	-

Note - 9: Other Financial assets

(₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025
Amount paid to Electricity Dept	17.42	17.42
Security deposit (i)	68.46	48.46
Total	85.88	65.88

(i) Security deposit paid for renting of properties.

Note - 10: Other non-current assets

(₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025
Capital advances		
Unsecured, considered good	839.18	662.35
Balance With Revenue Authorities	-	-
Other Non Current Assets	19.81	45.15
Total	858.99	707.50

Note - 11: Deferred tax asset

(₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025
Deferred Tax	102.58	55.33
Property, Plant & Equipment and intangible assets	50.78	22.57
Expected Credit Loss	2.56	7.69
Gratuity Liability	21.98	7.63
Finance Cost-Interest	7.69	-
Lease Payment	19.58	-
Other	-	17.45
Total	102.58	55.33

Reconciliation of movement in deferred tax balances with the amount recognized in Statement of Profit and Loss and Other Equity

(₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025
Opening Balance	55.33	57.54
Closing Balance	102.58	55.33
Net movement in deferred tax balances	(47.25)	2.21
Recognized in Statement of Profit and Loss	(47.25)	2.21
Recognized in Other Equity		
	(47.25)	2.21

Note - 12: Inventories

(₹ in Lakhs)		
Particulars	As at 31.03.2026	As at 31.03.2025
(At cost or net realisable value, which ever is lower)		
Raw Material	2,731.07	1,425.53
Finished Goods	8,329.61	9,376.20
Total	11,060.68	10,801.73

Note - 13: Investments

(₹ in Lakhs)		
Particulars	As at 31.03.2026	As at 31.03.2025
Short Term Investments	5,004.95	200.00
Total	5,004.95	200.00

Note - 14: Trade receivables

(₹ in Lakhs)		
Particulars	As at 31.03.2026	As at 31.03.2025
Sundry Debtors	15,629.65	9,424.49
Less: Allowance for credit losses	104.78	94.78
Total	15,524.87	9,329.71

Trade receivables - Billed
Trade receivables - Billed (unsecured) consist of the following:

(₹ in Lakhs)		
Particulars	As at 31.03.2026	As at 31.03.2025
Trade receivables - Billed	15,629.65	9,424.49
Less: Allowance for doubtful trade receivables - Billed	104.78	94.78
Considered good	15,524.87	9,329.71

Ageing for trade receivables – outstanding as at Mar 31, 2026 is as follows:

(₹ in Lakhs)							
Particulars	Outstanding for following periods from due date of payment						Total
	Not Due	Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Trade receivables - Billed							
Undisputed trade receivables – considered good	6,853.69	6,926.42	941.87	380.23	101.33	59.68	15,263.22
Undisputed trade receivables – which have significant increase in credit risk							
Undisputed trade receivables – credit impaired							
Disputed trade receivables – considered good							
Disputed trade receivables – which have significant increase in credit risk	-	1.64	1.54	37.97	49.88	275.40	366.43
Disputed trade receivables – credit impaired							
	6,853.69	6,928.06	943.41	418.20	151.21	335.08	15,629.65
Less: Allowance for doubtful trade receivables - Billed						104.78	104.78
Trade receivables - Unbilled							
	6,853.69	6,928.06	943.41	418.20	151.21	230.30	15,524.87

Ageing for trade receivables – outstanding as at March 31, 2025 is as follows:

(₹ in Lakhs)							
Particulars	Outstanding for following periods from due date of						Total
	Not Due	Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Trade receivables - Billed							
Undisputed trade receivables – considered good	5,072.01	3,308.05	459.43	173.62	29.09	66.87	9,109.07
Undisputed trade receivables – which have significant increase in credit risk							
Undisputed trade receivables – credit impaired							
Disputed trade receivables – considered good							
Disputed trade receivables – which have significant increase in credit risk		5.53	15.17	35.40	41.43	217.89	315.42
Disputed trade receivables – credit impaired							
	5,072.01	3,313.58	474.60	209.02	70.52	284.76	9,424.49
Less: Allowance for doubtful trade receivables - Billed						94.78	94.78
Trade receivables - Unbilled							
	5,072.01	3,313.58	474.60	209.02	70.52	189.98	9,329.71

Note - 15: Cash and cash equivalents

(₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025
Balances with banks		
- on Current accounts	3,674.89	3,439.08
- Cheque in hand	1,973.56	874.18
Cash on hand	29.87	10.90
Total	5,678.32	4,324.16

Note - 16: Other bank balances

(₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025
Fixed Deposits held with banks	119.23	1,091.80
Total	119.23	1,091.80

Note - 17: Other financial assets

(₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025
Interest accrued on Investments	-	7.72
Interest accrued on FDR	6.92	48.19
Security Deposit (ii)	22.35	45.90
Accrued Income	166.82	172.17
Advances to Staff	4.28	24.58
Total	200.36	298.55

(ii) Security deposit paid for renting of properties.

Note - 18: Current Tax Assets (net)

(₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025
Advance tax and TDS	-	1,663.64
Less: Provision for taxation	-	(1,659.83)
Total	-	3.82

Note - 19: Other current assets

(₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025
Balance With Revenue Authorities	499.27	1,381.72
Prepaid Expenses	87.63	65.42
Advance To Supplier - Purchase	155.80	20.13
Advance To Supplier - Service	401.74	336.99
Other Advances	5.59	3.13
Gst Reversed (Pending Payment)	0.73	0.53
Total	1,150.75	1,807.92

Note - 20: Share capital

Particulars	As at 31.03.2026		As at 31.03.2025	
	No. of shares	Amount (₹ in Lakhs)	No. of shares	Amount (₹ in Lakhs)
Authorised				
6,00,00,000 shares Equity Shares of INR 10 each	6,00,00,000	6,000.00	6,00,00,000	6,000.00
	6,00,00,000	6,000.00	6,00,00,000	6,000.00
Issues, Subscribed and Paid up				
5,67,92,800 shares Equity Shares of INR 10 each	5,67,92,800	5,679.28	5,48,08,800	5,480.88
	5,67,92,800	5,679.28	5,48,08,800	5,480.88

(a) The Company has only one class of equity shares. Each shareholder is eligible for one vote per share. The dividend proposed by the Board is subject to the approval of shareholders except in the case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts in proportion to their shareholding.

(b) Reconciliation of equity shares outstanding at the beginning and at the end of the reporting year

Particulars	As at 31.03.2026		As at 31.03.2025	
	No. of shares	Amount (₹ in Lakhs)	No. of shares	Amount (₹ in Lakhs)
Balance as at the beginning of the year	5,48,08,800	5,480.88	5,48,08,800	5,480.88
Add: Equity shares issued during the year	19,84,000	198.40	-	-
Balance as at the end of the year	5,67,92,800	5,679.28	5,48,08,800	5,480.88

(c) Details of Shareholders holding more than 5 % shares in the Company

Particulars	As at 31.03.2026		As at 31.03.2025	
	No. of shares	Holding %	No. of shares	Holding %
1. SANJAY AGARWAL	17,760,960	31.27	17,760,960	32.41
2. GURJIT SINGH BAINS	7,732,394	13.62	7,732,394	14.11
3. BGB ITALIA	10,310,966	18.16	10,310,966	18.81

(d) Shareholding of Promoters

Particulars	As at 31.03.2026		As at 31.03.2025	
	No. of shares	Holding %	No. of shares	Holding %
SANJAY AGARWAL	17,760,960	31.27	17,760,960	32.41
ANITA AGARWAL	36,900	0.06	36,900	0.07
APOORV AGARWAL	1,107,000	1.95	1,107,000	2.01
AYUSHI AGARWAL	36,900	0.06	36,900	0.07
SRISHTI AGARWAL	36,900	0.06	36,900	0.07
GURJIT SINGH BAINS	7,732,394	13.62	7,732,394	14.11
BGB ITALIA	10,310,966	18.16	10,310,966	18.81
Total	37,022,020	65.19	37,022,020	67.55

Note - 21: Other equity

As at 31.03.2026

(₹ in Lakhs)

Particulars	Security premium reserve	Retained Earnings	Other Comprehensive Income	Total
Opening balance as at 01.04.2025	8,373.28	21,089.73	20.99	29,483.99
Add: Profit for the year	-	6,505.33	-	6,505.33
Add : Provision For Income Tax 2024-25	-	(72.37)	-	(72.37)
Add : Issued Shares	7,330.88			7,330.88
Add : Expenses related to Issue	(602.34)			(602.34)
Add : Provision for dividend	-	(822.13)	-	(822.13)
Add: OCI Income	-	-	20.62	20.62
Closing balance as at 31.03.2026	15,101.82	26,700.56	41.60	41,843.98

The nature of reserves are as follows:

1. Securities premium reserve is used to record premium received on issue of shares. The reserve is utilised in accordance with the provisions of the Companies Act, 2013 (the "Companies Act").
2. Other Comprehensive Income represents remeasurement gain/(loss) arising on defined benefit plans of Company.
3. Retained Earnings is a free reserves that is available for distribution of dividends.

As at 31.03.2025

(₹ in Lakhs)

Particulars	Security premium reserve	Retained Earnings	Other Comprehensive Income	Total
Opening balance as at 01.04.2024	8,373.28	17,001.45	16.20	25,390.93
Add: Profit for the year	-	4,910.41	-	4,910.41
Add : Provision for dividend	-	(822.13)	-	(822.13)
Add: OCI Income	-	-	4.78	4.78
Closing balance as at 31.03.2025	8,373.28	21,089.73	20.99	29,483.99

Note - 22: Long term Borrowings

(₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025
Term Loan - CAL253728988298 (ICICI)	2,589.04	4,166.67
	2,589.04	4,166.67

TERM LOANS - From Banks (Secured)

The loan of ₹50 crores availed from ICICI Bank Ltd is repayable in 72 equal monthly instalments.

The loan carries a floating interest rate of 8.25% per annum as on March 31, 2026, which is based on the Repo Rate of 5.25% plus a spread of 3%, with a quarterly interest rate reset mechanism.

Note - 23: Other Financial Liabilities

(₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025
Secured		
Security Deposit (Amount Received For Distributorship)	53.96	55.65
Lease Liability	1,161.35	-
Unclaimed Dividend	2.21	1.40
Total	1,217.52	57.05

Note - 24: Long term provision

(₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025
Provision For Gratuity	138.53	49.01
Provision For Gratuity - Non Current	346.39	259.48
Less: Lic Gratuity Fund (Asset)	(207.86)	(210.47)
Total	138.53	49.01

Note - 25: Trade Payables

(₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025
Creditors (MSME)	2,141.30	1,120.43
Creditors (NON MSME)	3,247.24	2,753.55
Total	5,388.54	3,873.98

Ageing for trade payables outstanding as at March 31, 2026 is as follows:

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment					Total
	Not Due	Less than 1 year	1 - 2years	2 - 3years	More than3 years	
Trade payables						
MSME*	2,141.30	-				2,141.30
Others	3,099.22	141.29				3,240.51
Disputed dues - MSME*						-
Disputed dues - Others					6.73	6.73
Accrued expenses						-
	5240.52	141.29	-	-	6.73	5,388.54

*MSME as per the Micro, Small and Medium Enterprises Development Act, 2006

Ageing for trade payables outstanding as at March 31, 2025 is as follows:

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment					Total
	Not Due	Less than 1 year	1 - 2years	2 - 3years	More than3 years	
Trade payables						
MSME*	1,120.43	-				1,120.43
Others	2,654.75	92.07				2,746.82
Disputed dues - MSME*						-
Disputed dues - Others					6.73	6.73
Accrued expenses						-
	3775.18	92.07	-	-	6.73	3,873.98

*MSME as per the Micro, Small and Medium Enterprises Development Act, 2006

Note - 26: Short term borrowings

(₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025
Short term Borrowings	642.86	833.33
Total	642.86	833.33

Note - 27: Other financial liability

(₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025
Expenses payable	169.76	211.48
Security deposit (Amount received for Distributorship)	91.02	25.81
Employee dues	324.97	276.77
Unclaimed dividend	0.18	0.83
Total	585.92	514.89

Note - 28: Other current liability

(₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025
Statutory dues	632.06	507.87
Contract liability	80.09	72.88
Short Term Liability	-	29.37
Total	712.14	610.12

Note - 29: Current tax liability (Net)

(₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025
Provision for taxation	2,253.60	-
Less: Advance tax and TDS	(2,147.96)	-
Total	105.64	-

Note - 30: Revenue from operations

(₹ in Lakhs)

Particulars	April'25 to March'26	April'24 to March'25
Sales of Products	49,248.41	37,367.93
Gross Revenue	55,322.74	42,175.32
Less: Incentive & Schemes	6,074.33	4,807.40
Net Revenue Recognised	49,248.41	37,367.93

Note - 31: Other Income

(₹ in Lakhs)		
Particulars	April'25 to March'26	April'24 to March'25
a) Interest Income		
Finance income	72.99	256.21
Interest On Security - Ind As	4.44	-
b) Other non-operating income		
Recoverability from Loss in Transit	-	2.39
Short Term Capital Gain	196.65	111.19
Miscellaneous income	98.69	9.67
c) Other gains and losses		
Foreign currency fluctuations	12.55	141.43
Gain on sale of capital assets	1.30	(4.57)
Total	386.62	516.32

Note - 32: Cost of Material Consumed

(₹ in Lakhs)		
Particulars	April'25 to March'26	April'24 to March'25
Raw and Packing material consumed		
Opening stock	1,425.53	1,282.12
Add: Purchases	21,339.23	11,120.77
Less: Closing stock	(2,731.07)	(1,425.53)
Total Cost of Materials Consumed	20,033.68	10,977.36

Note - 33: Purchase of traded goods

(₹ in Lakhs)		
Particulars	April'25 to March'26	April'24 to March'25
Purchase of Paints & Varnish	5,590.67	10,097.17
Total	5,590.67	10,097.17

33.01 Purchase Include custom duty of Rs. 46,105,275/- {(2024-25) 61,134,166/-}

Note - 34: Changes in stock of traded goods

(₹ in Lakhs)		
Particulars	April'25 to March'26	April'24 to March'25
Stock at the beginning of the year		
Finished goods	9,376.20	8,251.96
	9,376.20	8,251.96
Stock at the end of the year		
Finished goods	8,329.61	9,376.20
	8,329.61	9,376.20
Change in inventories	1,046.59	(1,124.23)

34.01 Closing Stock Include Stock in transit Rs. 6,989,382/- {(2024-25) 9,279,937/-}

Note - 35: Employee benefit expenses

(₹ in Lakhs)		
Particulars	April'25 to March'26	April'24 to March'25
Salaries and wages	4,511.89	3,771.30
Directors Remuneration	257.49	223.91
Gratuity expenses	85.76	77.99
Employer Contribution to provident fund and ESIC	204.83	193.46
Staff welfare expenses	79.80	56.45
Total	5,139.77	4,323.10

Note - 36: Finance costs

(₹ in Lakhs)		
Particulars	April'25 to March'26	April'24 to March'25
Interest on bank borrowings	352.65	14.96
Interest on lease liabilities	128.69	-
Interest on MSME	0.08	0.03
Other Interest	4.09	0.18
Bank Charges	3.96	2.23
Total	489.46	17.41

Note - 37: Depreciation and amortization expenses

(₹ in Lakhs)		
Particulars	April'25 to March'26	April'24 to March'25
Depreciation on Property, plant & equipment	734.51	673.49
Depreciation on Right-of-Use-Assets	312.14	-
Amortization of intangible assets	27.60	21.94
Total	1,074.25	695.43

Note - 38: Other expenses

(₹ in Lakhs)		
Particulars	April'25 to March'26	April'24 to March'25
Consumption of stores, spares and consumables	862.47	554.35
Advertisement & Sales promotion exp	2,499.64	1,697.74
Rent, Rates & Taxes	80.98	308.89
Stock & Asset Losses	24.01	14.91
Audit Fee (a)	7.50	6.00
Bad Debts	-	12.26
Clearing & Forwarding Exp.	64.13	74.69
Commission	319.57	243.57
Consumable Stores	227.87	133.99
CSR Expense	130.50	113.00
Discount & Compensation	5.49	181.16
ECL	10.00	30.00
Electricity Expenses	42.44	34.91
Foreign Currency Fluctuation	63.48	29.39
Freight & Octroi	1,303.97	1,199.76
Insurance	93.43	69.81
Office Expenses	67.59	54.09
Professional & Legal Expenses	262.48	273.14
Repair & Maintenance	119.81	181.87
Royalty	219.26	106.04
Travelling & Conveyance	886.44	722.63
Miscellaneous Expenses	257.85	307.77
Total	7,548.94	6,349.96

a) Details of audit Fee

(₹ in Lakhs)		
Particulars	April'25 to March'26	April'24 to March'25
Statutory audit fees	6.75	5.25
Tax audit fees	0.75	0.75
Out of pocket expenses	-	-
	7.50	6.00

Note - 39: Income Tax Expenses

(i) Income tax expense in the statement of profit and loss comprises:

(₹ in Lakhs)		
Particulars	April'25 to March'26	April'24 to March'25
Current tax	2,253.60	1,635.43
Deferred tax	(47.25)	2.21
Total	2,206.35	1,637.64

(ii) A reconciliation of the income tax provision to the amount computed by applying the statutory income tax rate to the income before income taxes is summarized below:

(₹ in Lakhs)		
Particulars	April'25 to March'26	April'24 to March'25
Profit before income taxes (A)	8,711.68	6,548.05
Tax Rate (B)	25.17%	25.17%
Tax Expense at Statutory tax rates (A*B)	2,192.73	1,648.14
Adjustments:	-	-
Add: Taxation for earlier years	-	-
Add: Tax effect of permanent differences	-	-
Add: Other adjustments	60.87	(12.72)
Income tax expense	2,253.60	1,635.43
Current Tax expense reported in the Statement of Profit and Loss	2,253.60	1,635.43

Note - 40: Earning per shares

(₹ in Lakhs)		
Particulars	April'25 to March'26	April'24 to March'25
Profit after tax	65,05,32,934.69	49,10,40,783.84
Weighted average number of equity shares (For basic and diluted EPS)	5,59,01,358.91	5,48,08,800.00
Nominal value of Ordinary Shares	10.00	10.00
Basic and Diluted Earnings per Ordinary Share	11.64	8.96

Note - 41: Segment Reporting

The Company activity during the year revolves around manufacturing and trading of wood coating products. Considering the nature of Company's business and operations, as well as based on review of operating results by the chief operating decision maker to make decision about resource allocation and performance measurement, there is only one reportable business segment viz. "Wood Coating Products" and a single geographical segment in accordance with the requirement of Ind AS 108 - "Operating Segments". Accordingly no separate disclosures has been made for segment reporting under Ind AS 108.

Note - 42: Restated Statement of Related Party Disclosure

(a) List of related parties and related party relationship

Related party relationship	Party	Relation
Key Management Personal (KMP)		
Chairman	Sanjay Agarwal	
Joint Managing Director	Apoorv Agarwal	Son of Managing Director
Chief Financial Officer	Shallu	
Company Secretary	Hira Singh	
Relatives of KMP	Ayushi Agarwal	Daughter of Managing Director
	Chirag Goel	Son-in -Law of Managing Director
Promoter Group (Other than KMP)	Anita Agarwal	Wife of Managing Director
	Ayushi Agarwal	Daughter of Managing Director
	Srishti Agarwal	Wife of Joint Managing Director
	BGB Italia	Gurjit Singh Bains(Non Executive Director) is act as director and holding more than 20% of Paid up Capital

(b) Related party transactions during the year

(₹ in Lakhs)

Particular	April'25 - March'26	April'24 - March'25
Key Managerial persons		
Remuneration to KMP	312.71	272.56
Remuneration to KMP Relatives	59.89	52.19
Director Sitting Fees	2.35	1.75
Bonus to KMP	7.53	7.38
Bonus to KMP Relatives	1.44	1.44
Dividend Paid to promoter group	156.32	156.32
Dividend Paid to KMP	399.01	399.01

Outstanding balances as at end of the year

(₹ in Lakhs)

Particular	As at 31.03.2026	As at 31.03.2025
Remuneration to KMP	25.94	22.64
Remuneration to KMP Relatives	4.99	4.35
Director Sitting Fees	0.43	0.39

Note - 43: Capital management

The Company's capital management objective is to maximise the total shareholder return by optimising cost of capital through flexible capital structure that supports growth. The Company determines the amount of capital required on the basis of annual operating plan and long-term strategic plans. The funding requirements are met mostly through internal accruals and some short-term borrowings. The Company monitors the capital structure on the basis of Net debt to equity ratio and maturity profile of the overall debt portfolio of the Company.

In all the financial years presented in these financial statements Company has negative net debts and has met its capital requirements through internal accruals. For the purpose of capital management, capital includes issued equity capital, securities premium and all other reserves. Net debt includes short-term borrowings as reduced by cash and cash equivalents, fixed deposits held with bank and margin money held with banks.

Note - 44: Financial Instruments

This note gives an overview of the significance of financial instruments for the Company and provides additional information on balance sheet items that contain financial instruments. The significant accounting policy in relation to financial instruments is contained in Note 2.9.

a) Financial assets and liabilities

The following tables presents the carrying value and fair value of each category of financial assets and liabilities as at March 31, 2026, & March 31, 2025.

(₹ in Lakhs)

Particulars	As at 31.03.2026		
	Amortized Cost	Derivative instrument #	Total carrying and fair value
Financial Assets*			
Loans		-	-
Trade receivables	15,524.87	-	15,524.87
Cash and cash equivalents	5,678.32	-	5,678.32
Other bank balances	119.23	-	119.23
Short Term Investments	5,004.95	-	5,004.95
Other financial assets	849.37	-	849.37
	27,176.74	-	27,176.74
Financial Liability			
Borrowings	3,231.90	-	3,231.90
Trade payables	5,388.54	-	5,388.54

Financial liabilities	56.17		56.17
Other current liability	712.14	-	712.14
	9,388.75	-	9,388.75

(₹ in Lakhs)

Particulars	As at 31.03.2025		
	Amortized Cost	Derivative in-strument #	Total carrying and fair value
Financial Assets*			
Loans		-	-
Trade receivables	9,329.71	-	9,329.71
Cash and cash equivalents	4,324.16	-	4,324.16
Other bank balances	1,091.80	-	1,091.80
Short Term Investments	200.00	-	200.00
Other financial assets	724.69	-	724.69
	15,670.36	-	15,670.36
Financial Liability			
Borrowings	5,000.00	-	5,000.00
Trade payables	3,873.98	-	3,873.98
Financial liabilities	57.05		57.05
Other current liability	610.12	-	610.12
	9,541.15	-	9,541.15

* The fair value of all other financial asset and liability carried at amortize cost is equal to their carrying value

(b) Fair value hierarchy

The following table provides an analysis of financial instruments that are measured subsequent to initial recognition at fair value, grouped into Level 1 to Level 3, as described below:

Quoted prices in an active market (Level 1): This level of hierarchy includes financial assets that are measured by reference to quoted prices in active markets for identical assets or liabilities. Company does not hold any asset/liability that fall into this category.

Valuation techniques with observable inputs (Level 2): This level of hierarchy includes financial assets and liabilities, measured using 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). This level of hierarchy includes Company's over-the-counter (OTC) derivative contracts.

Valuation techniques with significant unobservable inputs (Level 3): This level of hierarchy includes financial assets and liabilities measured using inputs that are not based on observable market data (unobservable inputs). Company does not hold any asset/liability that fall into this category.

(₹ in Lakhs)

Particulars	Level - 2	
	As at 31.03.2026	As at 31.03.2025
Financial instruments at FVTPL		
Foreign currency forward contracts	-	-

(c) Derivative financial instruments

Derivative instruments used by the Company primarily include forward exchange contracts. All transactions in derivative financial instruments are undertaken to manage risks arising from underlying business activities. The Company does not hold or issue derivative financial instruments for trading purpose.

(₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025
forward exchange contracts - Assets	-	-
forward exchange contracts - Liability	-	-
Notional value of above contract	-	-

d) Financial risk management

The Company's activities are primarily exposed to a credit risk and market risk arising from movement in foreign exchange rates i.e. foreign exchange risk.

(i) Market risk - Foreign currency exchange rate risk:

The Company make significant amount of purchases in foreign currency which exposes the Company to the risk of fluctuation in foreign currency exchange rates which may have a potential impact on the statement of profit and loss and equity.

In order to protect itself from foreign currency movements, Company often enters into forward exchange contracts from scheduled bank for its anticipated receipts. The exposure is such contract is disclosed in Note 43(c) above.

The foreign currency exposure of company is as follows:

(₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025
A. Trade Payables - EURO		
INR (In Lakhs)	1,341.18	1,282.36
EURO (In Lakhs)	12.41	13.41
Sensitivity analysis (In Lakhs)		
Strengthen of foreign currency by 5%	-67.06	-64.12
Weakening of foreign currency by 5%	67.06	64.12

(ii) Credit risk

The credit risk exposure of the Company primarily arises from Cash and cash equivalents, trade receivables, derivative financial instruments, financial assets measured at amortised cost. Credit risk arises from the possibility that the counter party may not be able to settle their obligations. To manage trade receivable, the Company periodically assesses the financial reliability of customers, taking into account the financial conditions, economic trends, analysis of historical bad debts and aging of such receivables. None of the financial instruments of the Company results in material concentration of credit risks.

Note 45: Employee benefit Plan

(A) Defined benefit Plan

The defined benefit plan operated by the Company is as below:

Retiring gratuity

The Company has an obligation towards gratuity, a defined benefit retirement plan covering eligible employees. The plan provides for a lump-sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to 26 days salary payable for each completed year of service. Vesting occurs upon completion of five years of service. The Company has taken a gratuity plan from Life Insurance Corporation (LIC) and annual contributions are made to this plan. The Company accounts for the liability for gratuity benefits payable in the future based on an actuarial valuation.

The defined benefit plans expose the Company to a number of actuarial risks as below:

(a) Interest risk: A decrease in the bond interest rate will increase the plan liability.

(b) Salary risk: The present value of the defined benefit 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.

(c) 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. An increase in the life expectancy of the plan participants will increase the plan's liability.

The following table sets out the amounts recognised in the financial statements in respect of retiring gratuity plan:

All figures are presented in Rs. Lakhs

(i) Change in Net Defined Benefit Obligation (DBO) (₹ in Lakhs)

Particulars	31.03.2026	31.03.2025
Present value of DBO at the beginning of the year	78.38	31.31
Service cost	80.44	75.73
Interest cost	5.32	2.26
Re-measurement	(20.62)	(4.78)
Liability Transferred in/(out)-Net	-	-
Contribution Paid to Fund	(5.00)	(26.14)
Closing of Net Defined benefit liability	138.53	78.38

(ii) Change in fair value of plan assets (₹ in Lakhs)

Particulars	31.03.2026	31.03.2025
Fair value of plan assets at the beginning of the year	210.47	188.56
Asset Transfer In/(Out)	-	-
Actual Return on Plan Assets	15.33	13.93
Employer contributions	5.00	26.14
Benefits paid	(22.94)	(18.15)
Closing Fair Value of plan assets	207.86	210.47

(iii) Actuarial (Gain)/Loss on Plan Asset (₹ in Lakhs)

Particulars	31.03.2026	31.03.2025
Expected Interest Income	14.29	13.60
Actual Income on Plan Asset	15.33	13.93
Actuarial gain /(loss) on Assets	1.04	0.33

(iv) Amounts recognised in the Balance Sheet (₹ in Lakhs)

Particulars	31.03.2026	31.03.2025
Present value of DBO at the end of the year	346.39	288.85
Fair value of plan assets at the end of the year	207.86	210.47
Net Obligation	138.53	78.38
Amount not recognise due to assets limit	-	-
Net Defined benefit Liability/(assets) recognised in the Balance Sheet	138.53	78.38

(v) Expenses recognised in the Profit & Loss A/c (₹ in Lakhs)

Particulars	31.03.2026	31.03.2025
Service cost	80.44	75.73
Net Interest cost	5.32	2.26
Expense recognised in Statement of Profit t and Loss	85.76	77.99

(vi) Other comprehensive income (₹ in Lakhs)

Particulars	31.03.2026	31.03.2025
Actuarial gain / (loss) on liabilities	19.58	4.45
Actuarial gain / (loss) on assets	1.04	0.33
Remeasurements recognised in other comprehensive income	20.62	4.78

(vii) Nature and extent of investment details of the plan assets (₹ in Lakhs)

Particulars	31.03.2026	31.03.2025
State and Central Securities	0%	0%
Bonds	0%	0%
Special deposits	0%	0%
Insurer managed funds	100%	100%

(viii) Assumptions (₹ in Lakhs)

Particulars	31.03.2026	31.03.2025
Discount Rate	7.49%	6.79%
Rate of increase in Compensation levels	6%	6%
Rate of Return on Plan Assets	6.79%	7.21%
Average future service (in Years)	26.50 Years	27.65 Years

(ix) Sensitivity Analysis (₹ in Lakhs)

Particulars	31.03.2026	31.03.2025
Base Liability	346.39	288.85
Increase Discount Rate by 0.5%	323.73	268.93
Decrease Discount Rate by 0.5%	371.48	311.01
Increase Salary Inflation by 1%	395.65	333.47
Decrease Salary Inflation by 1%	304.09	251.48
Increase Withdrawal Rate by 1%	364.57	292.73
Decrease Withdrawal Rate by 1%	327.30	281.91

(x) Maturity Profile of Defined Benefit Obligation (Valued on undiscounted basis)

Particulars	31.03.2026	31.03.2025
Year 1	33.93	31.02
Year 2	6.74	5.00
Year 3	8.31	5.98
Year 4	12.30	7.14
Year 5	11.71	9.95
After 5th Year	1,204.21	922.46

(B) Defined Contribution Plan**Provident fund and pension**

In accordance with the Employee's Provident Fund and Miscellaneous Provisions Act, 1952, eligible employees of the Company are entitled to receive benefits in respect of provident fund, a defined contribution plan, in which both employees and the Company make monthly contributions at a specified percentage of the covered employees' salary. The contributions, as specified under the law, are made to the employee provident fund organization (EPFO). The total expenses recognised in the statement of profit and loss during the year on account of defined contribution plans amounted to Rs.85.76 Lakhs (PY: Rs. 77.99 Lakhs)

NOTE 46 DIVIDEND ON EQUITY SHARE

The Board of Directors of the Company have proposed final dividend of Rs 2.00 (Rupees Two only) per equity share of the face value of Rs 10 each for the financial year ended 31 March 2026 which is further 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. The Board of Directors have made payment of final dividend of Rs 1.50 (Rupees one and fifty paise only) per equity share of the face value of Rs 10 each for the financial year ended 31 March 2025.

INDEPENDENT AUDITOR’S REPORT

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying Consolidated financial statements of Sirca Paints India Limited (“the Parent”) and its Subsidiary (the parent and its subsidiary together referred as “the Group”) , which comprise the Consolidated balance sheet as at March 31, 2026, the consolidated statement of profit and loss (including other comprehensive income), the Consolidated statement of changes in equity and the Consolidated statement of Cash Flows for the year ended on that date, and the notes to the Consolidated financial statements including a summary of the 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 Consolidated financial statements, give the information required by the Companies Act, 2013 (“the Act”) in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, (“Ind AS”) and other accounting principles generally accepted in India), of the Consolidated state of affairs of the Group as at March 31, 2026 and their Consolidated profit , their Consolidated total comprehensive income, their Consolidated changes in equity and its Consolidated cash flows 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) specified under section 143(10) of the Act. Our responsibilities under those SAs 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 in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the independence requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules made there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI’s 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 of the current period. 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.

a) Revenue recognition (refer note no. 2.4 & 28 of the Standalone financial Statements)

The key audit matters	How the matter was addressed in our report
Revenue from the sale of goods (hereinafter referred to as “Revenue”) is recognised when the Company performs its obligation to its customers and the amount of revenue can be measured reliably and recovery of the consideration is probable. The timing of such recognition in case of sale of goods is when the control over the same is transferred to the customer, which is mainly upon delivery. The timing of revenue recognition is relevant to the reported performance of the Company. The management considers revenue as a key measure for evaluation of performance. There is a risk of revenue being recorded before control is transferred.	Assessing the appropriateness of the Company’s revenue recognition accounting policies in line with Ind AS 115 (“Revenue from Contracts with Customers”) and testing thereof. Our other audit procedures with regard to revenue recognition include testing controls, automated and manual, around dispatches/deliveries, E –Way bill Verification, inventory reconciliations and circularization of receivable balances, substantive testing for cut-offs and analytical review procedures. Testing the supporting documentation for sales transactions recorded during the period closer to the year end and subsequent to the year end, including examination of credit notes issued after the year end to determine whether revenue was recognised in the correct period. Performing analytical procedures on current year revenue based on monthly trends and where appropriate, conducting further enquiries and testing.

b) Discounts and incentives (Refer note 2.4 and 28 of the Standalone Financial Statements)

The key audit matters	How the matter was addressed in our report
Discounts and incentives to dealers / customers are administered through various schemes including incentives. These are material items of business cost. The calculation of the amount of expense to be recognized is both voluminous, complex and involves significant judgement. There is a risk that such liabilities for discounts and incentives may be inaccurately recognised.	Our audit procedures included assessment of the design and implementation of controls, in addition to testing the effectiveness of key controls in respect of recognition of the liabilities for such discounts and incentives. We have considered each significant type of discount recognized and assessed the appropriateness of the judgement applied while recognising the liability including the methodology and inputs used in calculating the amount and in some cases, re-performed the calculation. Our audit procedures also included verification of appropriate authorization, analytical review including comparison of budgeted amount and actual charge for the year and review of historical trends in respect of these liabilities.

Information Other than the Financial Statements and Auditor’s Report Thereon

The company’s management and Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the company’s annual report but does not include the Consolidated financial statements, Standalone financial statements and our auditor’s reports thereon.

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 the other information is materially inconsistent with the Consolidated financial statements or our knowledge obtained during the course of our 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.

Responsibility of Management and Board of Directors for the Consolidated Financial Statements

The company’s management and Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Consolidated financial statements that give a true and fair view of the Consolidated state of affairs, Consolidated profit/loss and other comprehensive income, Consolidated changes in equity and Consolidated cash flow of the Group in accordance with the accounting principles generally accepted in India including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group 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 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.

In preparing the Consolidated financial statements, management and respective Board of Directors of the companies included in the Group are responsible for assessing the 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.

The respective Board of Directors of the companies included in the Group are responsible for overseeing the Group’s financial reporting process.

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 financial controls 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 Parent has adequate internal financial controls system 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 in the Consolidated financial statements made by the Management and respective Board of Directors of the companies included in the Group.
- 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 Group'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 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 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.

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the consolidated financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the consolidated financial statements.

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 Consolidated financial statements of the current period 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 Section 143(3) of the Act, we report that:

- 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 of the aforesaid Consolidated Financial Statements;
- In our opinion, proper books of account as required by law related to the preparation of the aforesaid Consolidated Financial Statements have been kept by the Company's so far as it appears from our examination of those books;
- The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including other comprehensive income, the Consolidated Statement of Cash Flow and the 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;
- In our opinion, the aforesaid Consolidated financial statements comply with the Ind AS specified under Section 133 of the Act;
- On the basis of the written representations received from the directors of the company as on March 31, 2026 taken on record by the Board of Directors and auditors reports of the subsidiary companies in India, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164 (2) of the Act;
- With respect to the adequacy of the internal financial controls with reference to Consolidated financial statements of the Group and the operating effectiveness of such controls, refer to our separate Report in "Annexure A" which is based on the auditors report of the company and its subsidiary incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of those Company's internal financial controls over financial reporting.

2. 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 Group does not have any pending litigations which would impact on the financial position of the company.
- ii. The Group does not have any long-term contracts including derivative contracts, as such the question of commenting on any material foreseeable losses thereon does not arise.
- iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Group.

iv. (a) The respective Managements of the Company and its subsidiaries which are companies incorporated in India, whose financial statements have been audited under the Act, have represented to us that, to the best of their knowledge and belief, no funds (which are material either individually or in the aggregate) 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 or any of such subsidiary to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or any of such subsidiary or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The respective Managements of the Company and its subsidiaries which are companies incorporated in India, whose financial statements have been audited under the Act, have represented to us that, to the best of their knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company or any of such subsidiary from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company or any of such subsidiary shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Parties or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(c) Based on the 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 (i) and (ii) of Rule 11(e) contain any material mis-statement.

v) The final dividend paid by the Company during the current year in respect of the same declared for the previous year is in accordance with section 123 of the Companies Act 2013 to the extent it applies to payment of dividend. As stated in note 45 to the financial statements, the Board of Directors of the Company have proposed final dividend for the current 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) Based on our examination which included test checks, except for the instances mentioned below, the Company has used accounting softwares for maintaining its books of account, which have a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the respective software:

(i) In case of both holding and subsidiary company incorporated in India, the feature of recorded audit trail (edit log) was not enabled at the database level to log any direct data changes for the accounting software used for maintaining the books of account relating to payroll, consolidation process and certain noneditable fields/tables of the accounting software used for maintaining general ledger.

Further, for the periods where audit trail (edit log) facility was enabled and operated throughout the year for the respective accounting software, we did not come across any instance of the audit trail feature being tampered with.

(vii) With respect to the matter to be included in the Auditors' Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the remuneration paid by the company and its subsidiaries to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) which are required to be commented upon by us.

(i) With respect to the matters specified in paragraphs 3(xxi) and 4 of the Companies (Auditor's Report) Order, 2020 (the "Order"/ "CARO") issued by the Central Government in terms of Section 143(11) of the Act, to be included in the Auditor's report, according to the information and explanations given to us, and based on the CARO reports issued by us for the Company and its subsidiaries included in the consolidated financial statements of the Company, to which reporting under CARO is applicable, we report that there are no qualifications or adverse remarks in these CARO reports.

Annexure “A”

Annexure “A” To The Independent Auditor’s Report on the Consolidated financial statements of Sirca Paints India Limited for the year ended 31st March, 2026

(Referred to in paragraph 1(f) under ‘Report on Other Legal and Regulatory Requirements’ section of our report of even date)

Report on the Internal Financial Controls Over Financial Reporting under section 143(3)(i) of the Companies Act, 2013 (“the Act”)

In conjunction with our audit of the consolidated financial statements of the company as of and for the year ended March 31, 2026. We have audited the internal financial controls over financial reporting of Sirca Paints India Limited, (“the Company”) and its Subsidiary company incorporated in India.

Management’s Responsibility for Internal Financial Controls

The respective Boards of Directors of the Company and its subsidiary companies, 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 respective Companies 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 (the “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 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 internal financial controls over financial reporting of the Company and its subsidiary companies, which are companies incorporated in India, 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”) issued by the Institute of Chartered Accountants of India (“ICAI”) and the Standards on Auditing, prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. 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 over financial reporting 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 financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of such internal financial controls, 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 judgment, 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 system with reference to financial statements.

Meaning of Internal Financial Controls with reference to Financial Statements

A company’s internal financial control with reference to 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 financial statements include 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 authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized 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 financial statements

Because of the inherent limitations of internal financial controls with reference to 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 over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting 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 and to the best of our information and according to the explanations given to us, the Company and its subsidiary companies, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2026, based on the internal financial control over financial reporting criteria established by the respective companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI.

For Rajesh Kukreja & Associates
Chartered Accountants
FRN:- 0004254N

Sd/-
Rajesh Kukreja
Partner
(Membership No.083496)
UDIN:- 26083496CEVTSS2172
Place:- New Delhi
Date:- 07/05/2026

Consolidated Balance Sheet

	Particulars	Note	As at 31.03.2026	As at 31.03.2025
			(₹ in Lakhs)	(₹ in Lakhs)
	ASSETS			
(1)	Non-current assets			
	(a) Property, Plant and Equipment	3	5,599.76	5,678.62
	(b) Intangible assets	4	10,665.23	10,672.41
	(c) ROU Assets	5	1,091.21	-
	(d) Capital work in progress	6	1,026.27	22.49
	(e) Investment in Wholly owned Subsy	7	-	-
	(f) Financial assets			
	(i) Investments	8	724.35	-
	(ii) Other financial assets	9	85.88	65.88
	(g) Other non-current assets	10	858.99	708.00
	(h) Deferred tax asset	11	102.58	55.33
			20,154.27	17,202.73
(2)	Current assets			
	(a) Inventories	12	11,060.68	10,801.73
	(b) Financial assets			
	(i) Investments	13	5,004.95	200.00
	(ii) Trade receivables	14	15,524.87	9,329.71
	(iii) Cash and cash equivalents	15	5,678.32	4,328.53
	(iv) Other bank balances	16	119.23	1,091.80
	(v) Other financial assets	17	200.36	298.55
	(c) Current Tax Assets (net)	18	-	0.97
	(d) Other current assets	19	1,150.75	1,807.92
			38,739.17	27,859.21
			58,893.44	45,061.94
	TOTAL ASSETS			
	EQUITY AND LIABILITIES			
(1)	EQUITY			
	(a) Share Capital	20	5,679.28	5,480.88
	(b) Other equity	21	41,832.31	29,475.81
			47,511.59	34,956.69
(2)	LIABILITIES			
(A)	Non-current liabilities			
	(a) Financial liabilities			
	(i) Long term Borrowings	22	2,589.04	4,166.67
	(ii) Other Financial Liabilities	23	1,217.52	57.05
	(b) Long term provision	24	138.53	49.01
			3,945.08	4,272.73
(B)	Current liabilities			
	(a) Financial liabilities			
	(i) Trade payables	25		
	(A) Total Outstanding Dues of Micro Enterprises and Small enterprises		2,141.30	1,120.43
	(B) Total Outstanding Dues of Creditors Other than micro enterprises and small enterprises		3,247.24	2,753.55
	(ii) Short term borrowings	26	642.86	833.33
	(iii) Other financial liability	27	585.92	515.09
	(b) Other current liability	28	712.14	610.12
	(c) Current tax liability (Net)	29	107.31	-
			7,436.77	5,832.52
	TOTAL EQUITY AND LIABILITIES		58,893.44	45,061.94

The accompanying notes are integral part of the Financial Statements
In terms of our report of even date
For and on behalf of

For Rajesh Kukreja & Associates
Chartered Accountants
FRN:- 0004254N

Sd/-
Rajesh Kukreja
Partner
(Membership No.083496)
UDIN:- 26083496CEVTSS2172
Place:-New Delhi
Date:- 07/05/2026

Sd/-
Sanjay Agarwal
Chairman Cum Managing Director
DIN: 01302479

Sd/-
Shallu
Chief Financial Officer
PAN:- DCDPS8801K

Sd/-
Apoorv Agarwal
Joint Managing Director
DIN: 01302537

Sd/-
Hira Kumar
Company Secretary
PAN:-AZOPK3543K

For and On Behalf of the Board of Directors
SIRCA PAINTS INDIA LIMITED

Consolidated Statement of Profit and loss

	Particulars	Note	As at 31.03.2026	As at 31.03.2025
			(₹ in Lakhs)	(₹ in Lakhs)
I	Revenue from operations	30	49,248.41	37,367.93
II	Other Income	31	386.62	516.32
III	Total Income (I + II)		49,635.03	37,884.24
IV	EXPENSES			
	(a) Cost of Material Consumed	32	20,033.68	10,977.36
	(b) Purchase of traded goods	33	5,590.67	10,097.17
	(c) Changes in stock of traded goods	34	1,046.59	(1,124.23)
	(d) Employee benefit expenses	35	5,139.77	4,323.10
	(e) Finance costs	36	489.46	17.41
	(f) Depreciation and amortization expenses	37	1,074.25	695.43
	(g) Other expenses	38	7,553.60	6,350.41
	Total Expenses (IV)		40,928.02	31,336.64
V	Profit before tax (III - IV)		8,707.01	6,547.60
VI	Tax Expense	39		
	(a) Current tax		2,252.42	1,639.72
	(b) Taxation for earlier years		-	-
	(c) Deferred tax		(47.25)	2.21
	Total tax expense		2,205.17	1,641.93
VII	Profit after tax (V-VI)		6,501.84	4,905.67
VIII	Other Comprehensive Income			
	(a) Items that will not be reclassified to profit or loss			
	Remeasurement gain/(loss) on defined benefit plan		20.62	4.78
	(b) Items that will be reclassified to profit or loss			
			20.62	4.78
IX	Total Comprehensive Income for the year (VII+VIII)		6522.45	4910.46
X	Earnings per equity share			
	Basic / Diluted	40	11.63	8.95

The accompanying notes are integral part of the Financial Statements
In terms of our report of even date
For and on behalf of

For Rajesh Kukreja & Associates
Chartered Accountants
FRN:- 0004254N

Sd/-
Rajesh Kukreja
Partner
(Membership No.083496)
UDIN:- 26083496CEVTSS2172
Place:-New Delhi
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Sd/-
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Apoorv Agarwal
Joint Managing Director
DIN: 01302537

Sd/-
Hira Kumar
Company Secretary
PAN:-AZOPK3543K

For and On Behalf of the Board of Directors
SIRCA PAINTS INDIA LIMITED

Consolidated Cash Flow Statement

	Particulars	April-Mar 2026	April-Mar 2025
		(₹ in Lakhs)	(₹ in Lakhs)
A.	Cash Flow from Operating activities:		
	Profit before taxes	8,707.01	6,547.60
	Adjustments for:		
	Depreciation and amortization expenses	1,074.25	695.43
	(Profit)/Loss on sale of assets	(1.30)	19.48
	Finance Income	(372.77)	(330.14)
	Finance expenses	489.46	17.41
	Lease Rent Paid (Ind As)	(335.69)	-
	Other non cash items	(19.30)	4.78
	Operating profit before working capital changes	9,541.66	6,954.56
	Adjustments for:		
	Trade receivables	(6,195.16)	(2,775.63)
	Financial assets and other current/non-current asset	583.87	(1,737.79)
	Inventories	(258.96)	(1,267.65)
	Trade payables	1,514.56	620.12
	Financial liabilities and other current/non-current liabilities	1,423.34	5,263.68
	Cash generated from operations	6,609.31	7,057.30
	Direct tax paid (net of refunds)	(2,168.31)	(1,630.84)
	Net Cash from Operating Activities.....A	4,441.00	5,426.46
B.	Cash Flow from Investing Activities:		
	Purchase of fixed assets including WIP	(2,781.38)	(10,693.25)
	Sale of fixed assets	2.00	12.10
	Investments & Securities	(5,529.30)	4,218.50
	Movement in fixed deposits with banks	972.57	1,600.01
	Interest received	361.56	330.14
	Net cash used in Investing Activities B	(6,974.55)	(4,532.49)
C.	Cash Flow from Financing activities:		
	Proceeds from issue of equity shares (Net of transaction cost)	6,926.94	-
	Net Proceeds/(Repayment) of borrowings	(1,732.00)	-
	Interest and other finance costs paid	(489.46)	(17.41)
	Dividend Paid (Including Dividend distribution tax)	(822.13)	(822.13)
	Net Cash used in Financing Activities C	3,883.35	(839.54)
	Net increase or (decrease) in cash or cash equivalents (A+B+C)	1,349.79	54.43
	Cash & Cash equivalents as at 1st April	4,328.53	4,274.09
	Cash & Cash equivalents as at 31th March	5,678.32	4,328.53

The above cash flow statement has been prepared under the "Indirect Method" as set out in the Ind AS-7 statement of Cash Flow.

The accompanying notes are integral part of the Financial Statements
In terms of our report of even date
For and on behalf of

For **Rajesh Kukreja & Associates**
Chartered Accountants
FRN:- 0004254N

Sd/-
Rajesh Kukreja
Partner
(Membership No.083496)
UDIN:- 26083496CEVTSS2172
Place:-New Delhi
Date:- 07/05/2026

Sd/-
Sanjay Agarwal
Chairman Cum Managing Director
DIN: 01302479

Sd/-
Shallu
Chief Financial Officer
PAN:- DCDPS8801K

For and On Behalf of the Board of Directors
SIRCA PAINTS INDIA LIMITED

Sd/-
Apoorv Agarwal
Joint Managing Director
DIN: 01302537

Sd/-
Hira Kumar
Company Secretary
PAN:- AZOPK3543K

NOTE 3 - Property, Plant and Equipment

(₹ in Lakhs)

PARTICULARS	Useful life Year	GROSS CARRYING VALUE					DEPRECIATION / AMORTIZATION				NET CARRYING VALUE AS ON 31-03-2026
		01-04-2025	Purchase during the Year	Disposed off During the Year	Sales During the Year	31-03-2026	Depreciation as on 01-04-2025	Depreciation for Year	Dep Reversal	Total Depreciation upto 31-03-2026	
LAND		1,820.28	-	-	-	1,820.28	-	-	-	-	1,820.28
Factory Plot Nathupur		1,096.08	-	-	-	1,096.08	-	-	-	-	1,096.08
Land Kirti Nagar		724.20	-	-	-	724.20	-	-	-	-	724.20
BUILDING	30	1,688.60	80.50	-	-	1,769.11	591.56	105.06	-	696.61	1,072.49
Building Kirti Nagar		530.47	-	-	-	530.47	150.02	36.14	-	186.16	344.31
Factory Building Nathupur		1,158.13	-	-	-	1,158.13	441.54	68.08	-	509.62	648.52
Wave City Center Property		-	80.50	-	-	80.50	-	0.84	-	0.84	79.67
PLANT & MACHINERY	15	3,483.23	401.75	2.53	-	3,882.39	1,218.35	443.06	1.21	1,660.21	2,222.25
Plant & Machinery		2,961.85	168.75	1.59	-	3,129.01	979.38	371.97	1.02	1,350.34	1,778.67
Solvent Tank		32.11	-	-	-	32.11	19.68	2.25	-	21.93	10.18
Compressor		16.21	0.85	0.94	-	16.12	10.22	1.11	0.19	11.14	4.98
Automatic Tinting Machine		193.65	162.84	-	-	356.49	64.49	39.29	-	103.78	252.71
SS Mixing Thinner Tank		67.17	-	-	-	67.17	34.31	5.95	-	40.26	26.91
Filling Machine		13.20	-	-	-	13.20	9.04	0.75	-	9.79	3.41
Fire Fighting System		136.37	0.37	-	-	136.74	73.21	11.46	-	84.67	52.07
Lift		17.60	-	-	-	17.60	5.98	2.10	-	8.09	9.51
Lab Equipments		34.25	63.33	-	-	97.58	17.42	6.57	-	23.99	73.59
Weighing Machine		10.81	5.61	-	-	16.42	4.61	1.60	-	6.21	10.21
ELECTRICAL INSTALLATION AND EQUIPMENTS	10	199.02	0.80	-	-	199.82	135.62	16.61	-	152.23	47.59
Electrical Installation and Equipments		199.02	0.80	-	-	199.82	135.62	16.61	-	152.23	47.59
FURNITURE & FIXTURE	10	500.61	38.35	46.95	0.42	491.59	314.89	49.65	39.60	324.94	166.65
Furniture & Fixture		338.58	30.43	-	0.42	368.59	217.41	32.45	0.27	249.59	119.00
Studio Account		162.03	7.92	46.95	-	123.00	97.48	17.19	39.33	75.35	47.65
MOTOR VEHICLE	8	289.18	52.17	-	3.89	337.46	124.96	55.09	3.59	176.46	160.99
CAR		288.18	52.17	-	3.89	336.46	124.10	55.05	3.59	175.56	160.90
SCOOTER		1.00	-	-	-	1.00	0.86	0.04	-	0.91	0.09
OFFICE EQUIPMENT	5	168.92	49.30	1.40	1.11	215.71	114.46	35.71	1.53	148.64	67.07
Office Equipment		106.70	48.00	1.40	1.11	152.20	63.26	30.87	1.52	92.60	59.59
Air Conditioner		61.61	1.30	-	-	62.91	50.62	4.84	-	55.46	7.44
Projectors		-	-	-	-	-	-	-	-	-	-

Solar Inverter		-	-	-	-	-	-	-	-	-	-
Water cooler		0.61	-	-	-	0.61	0.58	-	0.00	0.58	0.03
COMPUTER		119.67	43.16	0.05	-	162.78	91.06	29.33	0.05	120.34	42.45
Computer	3	100.74	19.79	0.01	-	120.52	77.78	19.37	0.01	97.14	23.38
Server	6	-	20.51	-	-	20.51	-	5.67	-	5.67	14.84
Printer	3	18.94	2.87	0.05	-	21.76	13.28	4.30	0.05	17.53	4.23
Grand Total		8,269.52	666.03	50.93	5.42	8,879.13	2,590.90	734.51	45.97	3,279.43	5,599.76

NOTE 4 - INTANGIBLE ASSETS

(₹ in Lakhs)

PARTICULARS	Useful life	GROSS CARRYING VALUE					DEPRECIATION / AMORTIZATION				NET CARRYING VALUE AS ON 31-03-2026
		01-04-2025	Purchase during the Year	Disposed off During the Year	Sales During the Year	31-03-2026	Depreciation as on 01-04-2025	Depreciation for Year	Dep Reversal	Total Depreciation upto 31-03-2026	
	Year										
Software	3	84.30	20.24	-	-	104.54	57.42	23.67	-	81.09	23.45
Technical Know How		491.85	-	-	-	491.85	-	-	-	-	491.85
		-	-	-	-	-	-	-	-	-	-
Trade Mark	20	79.83	0.18	-	-	80.01	1.15	3.94	-	5.09	74.93
Goodwill		10,075.00	-	-	-	10,075.00	-	-	-	-	10,075.00
Grand Total		10,730.98	20.42	-	-	10,751.40	58.57	27.60	-	86.17	10,665.23

Note - 5: ROU Assets

(₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025
ROU Assets	1,091.21	-
Total	1,091.21	-

Note - 6: Capital work in progress

(₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025
Plant and Machinery	1,026.27	22.49
Total	1,026.27	22.49

Amount in CWIP for the year ended 31.03.2026

(₹ in Lakhs)

CWIP	Less Than			More Than	
	1 Year	1-2 Years	2-3 Years	3 Year	Total
Projects In Progress	1,003.78	-	22.49	-	1,026.27
Projects temporarily Suspended		-	-	-	-
	1,003.78	-	22.49	-	1,026.27

Amount in CWIP for the year ended 31.03.2025

(₹ in Lakhs)

CWIP	Less Than			More Than	
	1 Year	1-2 Years	2-3 Years	3 Year	Total
Projects In Progress	-	22.49		-	22.49
Projects temporarily Suspended		-	-	-	-
	-	22.49	-	-	22.49

Note - 7: Investment in Wholly owned Subsy

(₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025
Investment in Wholly owned Subsy	-	-
Total	-	-

Note - 8: Investments

(₹ in Lakhs)		
Particulars	As at 31.03.2026	As at 31.03.2025
Investment in Bond		
9.20% Bond Sammaan Capital Ltd.	724.35	-
	724.35	-

Note - 9: Other Financial assets

(₹ in Lakhs)		
Particulars	As at 31.03.2026	As at 31.03.2025
Amount paid to Electricity Dept	17.42	17.42
Security deposit (i)	68.46	48.46
Total	85.88	65.88

(i) Security deposit paid for renting of properties.

Note - 10: Other non-current assets

(₹ in Lakhs)		
Particulars	As at 31.03.2026	As at 31.03.2025
Capital advances		
Unsecured, considered good	839.18	662.35
Balance With Revenue Authorities	-	0.40
Other Non Current Assets	19.81	45.25
Total	858.99	708.00

Note - 11: Deferred tax asset

(₹ in Lakhs)		
Particulars	As at 31.03.2026	As at 31.03.2025
Deferred Tax	102.58	55.33
Property, Plant & Equipment and intangible assets	50.78	22.57
Expected Credit Loss	2.56	7.69
Gratuity Liability	21.98	7.63
Finance Cost-Interest	7.69	-
Lease Payment	19.58	-
Other	-	17.45
Total	102.58	55.33

Reconciliation of movement in deferred tax balances with the amount recognized in Statement of Profit and Loss and Other Equity

(₹ in Lakhs)		
	As at 31.03.2026	As at 31.03.2025
Opening Balance	55.33	57.54
Closing Balance	102.58	55.33
Net movement in deferred tax balances	(47.25)	2.21
Recognized in Statement of Profit and Loss	(47.25)	2.21
Recognized in Other Equity		
	(47.25)	2.21

Note - 12: Inventories

(₹ in Lakhs)		
Particulars	As at 31.03.2026	As at 31.03.2025
(At cost or net realisable value, which ever is lower)		
Raw Material	2,731.07	1,425.53
Finished Goods	8,329.61	9,376.20
Total	11,060.68	10,801.73

Note - 13: Investments

(₹ in Lakhs)		
Particulars	As at 31.03.2026	As at 31.03.2025
Short Term Investments	5,004.95	200.00
Total	5,004.95	200.00

Note - 14: Trade Receivables

(₹ in Lakhs)		
Particulars	As at 31.03.2026	As at 31.03.2025
Sundry Debtors	15,629.65	9,424.49
Less: Allowance for credit losses	104.78	94.78
Total	15,524.87	9,329.71

Trade receivables - Billed
Trade receivables - Billed (unsecured) consist of the following:

(₹ in Lakhs)		
Particulars	As at 31.03.2026	As at 31.03.2025
Trade receivables - Billed	15,629.65	9,424.49
Less: Allowance for doubtful trade receivables - Billed	104.78	94.78
Considered good	15,524.87	9,329.71

Ageing for trade receivables – outstanding as at Mar 31, 2026 is as follows:

(₹ in Lakhs)							
Particulars	Outstanding for following periods from due date of payment						Total
	Not Due	Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Trade receivables - Billed							
Undisputed trade receivables – considered good	6,853.69	6,926.42	941.87	380.23	101.33	59.68	15,263.22
Undisputed trade receivables – which have significant increase in credit risk							
Undisputed trade receivables – credit impaired							
Disputed trade receivables – considered good							
Disputed trade receivables – which have significant increase in credit risk	-	1.64	1.54	37.97	49.88	275.40	366.43
Disputed trade receivables – credit impaired							
	6,853.69	6,928.06	943.41	418.20	151.21	335.08	15,629.65
Less: Allowance for doubtful trade receivables - Billed						104.78	104.78
Trade receivables - Unbilled							
	6,853.69	6,928.06	943.41	418.20	151.21	230.30	15,524.87

Ageing for trade receivables – outstanding as at March 31, 2025 is as follows:

(₹ in Lakhs)							
Particulars	Outstanding for following periods from due date of						Total
	Not Due	Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years	
Trade receivables - Billed							
Undisputed trade receivables – considered good	5,072.01	3,308.05	459.43	173.62	29.09	66.87	9,109.07
Undisputed trade receivables – which have significant increase in credit risk							
Undisputed trade receivables – credit impaired							
Disputed trade receivables – considered good							
Disputed trade receivables – which have significant increase in credit risk		5.53	15.17	35.40	41.43	217.89	315.42
Disputed trade receivables – credit impaired							
	5,072.01	3,313.58	474.60	209.02	70.52	284.76	9,424.49
Less: Allowance for doubtful trade receivables - Billed						94.78	94.78
Trade receivables - Unbilled							
	5,072.01	3,313.58	474.60	209.02	70.52	189.98	9,329.71

Note - 15: Cash and cash equivalents

(₹ in Lakhs)		
Particulars	As at 31.03.2026	As at 31.03.2025
Balances with banks		
- on Current accounts	3,674.89	3,443.45
- Cheque in hand	1,973.56	874.18
Cash on hand	29.87	10.90
Total	5,678.32	4,328.53

Note - 16: Other bank balances

(₹ in Lakhs)		
Particulars	As at 31.03.2026	As at 31.03.2025
Fixed Deposits held with banks	119.23	1,091.80
Total	119.23	1,091.80

Note - 17: Other financial assets

(₹ in Lakhs)		
Particulars	As at 31.03.2026	As at 31.03.2025
Interest accrued on Investments	-	7.72
Interest accrued on FDR	6.92	48.19
Security Deposit (ii)	22.35	45.90
Accrued Income	166.82	172.17
Advances to Staff	4.28	24.58
Total	200.36	298.55

(ii) Security deposit paid for renting of properties.

Note - 18: Current Tax Assets (net)

(₹ in Lakhs)		
Particulars	As at 31.03.2026	As at 31.03.2025
Advance tax and TDS	-	1,663.64
Less: Provision for taxation	-	(1,662.67)
Total	-	0.97

Note - 19: Other current assets

(₹ in Lakhs)		
Particulars	As at 31.03.2026	As at 31.03.2025
Balance With Revenue Authorities	499.27	1,381.72
Prepaid Expenses	87.63	65.42
Advance To Supplier - Purchase	155.80	20.13
Advance To Supplier - Service	401.74	336.99
Other Advances	5.59	3.13
Gst Reversed (Pending Payment)	0.73	0.53
	-	-
Total	1,150.75	1,807.92

Note - 20: Share capital

Particulars	As at 31.03.2026		As at 31.03.2025	
	No. of shares	Amount (₹ in Lakhs)	No. of shares	Amount (₹ in Lakhs)
Authorised				
6,00,00,000 shares Equity Shares of INR 10 each	6,00,00,000	6,000.00	6,00,00,000	6,000.00
	6,00,00,000	6,000.00	6,00,00,000	6,000.00
Issues, Subscribed and Paid up				
5,67,92,800 shares Equity Shares of INR 10 each	5,67,92,800	5,679.28	5,48,08,800	5,480.88
	5,67,92,800	5,679.28	5,48,08,800	5,480.88

(a) The Company has only one class of equity shares. Each shareholder is eligible for one vote per share. The dividend proposed by the Board is subject to the approval of shareholders except in the case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts in proportion to their shareholding.

(b) Reconciliation of equity shares outstanding at the beginning and at the end of the reporting year

Particulars	As at 31.03.2026		As at 31.03.2025	
	No. of shares	Amount (₹ in Lakhs)	No. of shares	Amount (₹ in Lakhs)
Balance as at the beginning of the year	5,48,08,800	5,480.88	5,48,08,800	5,480.88
Add: Equity shares issued during the year	1,984,000	198.40	-	-
Balance as at the end of the year	5,67,92,800	5,679.28	5,48,08,800	5,480.88

(c) Details of Shareholders holding more than 5 % shares in the Company

Particulars	As at 31.03.2026		As at 31.03.2025	
	No. of shares	Holding %	No. of shares	Holding %
1. SANJAY AGARWAL	17,760,960	31.27	17,760,960	32.41
2. GURJIT SINGH BAINS	7,732,394	13.62	7,732,394	14.11
3. BGB ITALIA	10,310,966	18.16	10,310,966	18.81

(d) Shareholding of Promoters

Particulars	As at 31.03.2026		As at 31.03.2025	
	No. of shares	Holding %	No. of shares	Holding %
SANJAY AGARWAL	17,760,960	31.27	17,760,960	32.41
ANITA AGARWAL	36,900	0.06	36,900	0.07
APOORV AGARWAL	1,107,000	1.95	1,107,000	2.01
AYUSHI AGARWAL	36,900	0.06	36,900	0.07
SRISHTI AGARWAL	36,900	0.06	36,900	0.07
GURJIT SINGH BAINS	7,732,394	13.62	7,732,394	14.11
BGB ITALIA	10,310,966	18.16	10,310,966	18.81
Total	37,022,020	65.19	37,022,020	67.55

Note - 21: Other equity

As at 31.03.2026

(₹ in Lakhs)

Particulars	Security premium reserve	Retained Earnings	Other Comprehensive Income	Total
Opening balance as at 01.04.2025	8,373.28	21,081.55	20.99	29,475.81
Add: Profit for the year	-	6,501.84	-	6,501.84
Add : Provision For Income Tax 2024-25	-	(72.37)	-	(72.37)
Add : Issued Shares	7,330.88	-	-	7,330.88
Add : Expenses related to Issue	(602.34)	-	-	(602.34)
Add : Provision for Dividend	-	(822.13)	-	(822.13)
Add: OCI Income	-	-	20.62	20.62
Closing balance as at 31.03.2026	15,101.82	26,688.89	41.60	41,832.31

The nature of reserves are as follows:

1. Securities premium reserve is used to record premium received on issue of shares. The reserve is utilised in accordance with the provisions of the Companies Act, 2013 (the "Companies Act").
2. Other Comprehensive Income represents remeasurement gain/(loss) arising on defined benefit plans of Company.
3. Retained Earnings is a free reserves that is available for distribution of dividends.

As at 31.03.2025

(₹ in Lakhs)

Particulars	Security premium reserve	Retained Earnings	Other Comprehensive Income	Total
Opening balance as at 01.04.2024	8,373.28	16,998.01	16.20	25,387.49
Add: Profit for the year		4,905.67		4,905.67
Add : Provision for dividend		(822.13)		(822.13)
Add: OCI Income			4.78	4.78
Closing balance as at 31.03.2025	8,373.28	21,081.55	20.99	29,475.81

Note - 22: Long term Borrowings

(₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025
Term Loan - CAL253728988298 (ICICI)	2,589.04	4,166.67
	2,589.04	4,166.67

TERM LOANS - From Banks (Secured)

The loan of ₹50 crores availed from ICICI Bank Ltd is repayable in 72 equal monthly instalments.

The loan carries a floating interest rate of 8.25% per annum as on March 31, 2026, which is based on the Repo Rate of 5.25% plus a spread of 3%, with a quarterly interest rate reset mechanism.

Note - 23: Other Financial Liabilities

(₹ in Lakhs)		
Particulars	As at 31.03.2026	As at 31.03.2025
Secured		
Security Deposit (Amount received for Distributorship)	53.96	55.65
Lease Liability	1,161.35	-
Unclaimed Dividend	2.21	1.40
Total	1,217.52	57.05

Note - 24: Long term provision

(₹ in Lakhs)		
Particulars	As at 31.03.2026	As at 31.03.2025
Provision For Gratuity	138.53	49.01
Provision For Gratuity - Non Current	346.39	259.48
Less: Lic Gratuity Fund (Asset)	(207.86)	(210.47)
Total	138.53	49.01

Note - 25: Trade Payables

(₹ in Lakhs)		
Particulars	As at 31.03.2026	As at 31.03.2025
Creditors (MSME)	2,141.30	1,120.43
Creditors (NON MSME)	3,247.24	2,753.55
Total	5,388.54	3,873.98

Ageing for trade payables outstanding as at March 31, 2026 is as follows:

(₹ in Lakhs)						
Particulars	Outstanding for following periods from due date of payment					Total
	Not Due	Less than 1 year	1 - 2years	2 - 3years	More than3 years	
Trade payables						
MSME*	2,141.30	-				2,141.30
Others	3,099.22	141.29				3,240.51
Disputed dues - MSME*						-
Disputed dues - Others					6.73	6.73
Accrued expenses						-
	5240.52	141.29	-	-	6.73	5,388.54

*MSME as per the Micro, Small and Medium Enterprises Development Act, 2006

Ageing for trade payables outstanding as at March 31, 2025 is as follows:

(₹ in Lakhs)						
Particulars	Outstanding for following periods from due date of payment					Total
	Not Due	Less than 1 year	1 - 2years	2 - 3years	More than3 years	
Trade payables						
MSME*	1,120.43	-				1,120.43
Others	2,654.75	92.07				2,746.82
Disputed dues - MSME*						-
Disputed dues - Others					6.73	6.73
Accrued expenses						-
	3775.18	92.07	-	-	6.73	3,873.98

*MSME as per the Micro, Small and Medium Enterprises Development Act, 2006

Note - 26: Short term borrowings

(₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025
Short term Borrowings	642.86	833.33
Total	642.86	833.33

Note - 27: Other financial liability

(₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025
Expenses payable	169.76	211.68
Security Deposit (Amount received for Distributorship)	91.02	25.81
Employee dues	324.97	276.77
Unclaimed dividend	0.18	0.83
Total	585.92	515.09

Note - 28: Other current liability

(₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025
Statutory dues	632.06	507.87
Contract liability	80.09	72.88
Short Term Liability	-	29.37
Total	712.14	610.12

Note - 29: Current tax liability (Net)

(₹ in Lakhs)

Particulars	As at 31.03.2026	As at 31.03.2025
Provision for taxation	2,255.27	-
Less: Advance tax and TDS	(2,147.96)	-
Total	107.31	-

Note - 30: Revenue from operations

(₹ in Lakhs)

Particulars	April'25 to March'26	April'24 to March'25
Sales of Products	49,248.41	37,367.93
Gross Revenue	55,322.74	42,175.32
Less: Incentive & Schemes	6,074.33	4,807.40
Net Revenue Recognised	49,248.41	37,367.93

Note - 31: Other Income

(₹ in Lakhs)		
Particulars	April'25 to March'26	April'24 to March'25
a) Interest Income		
Finance income	72.99	256.21
Interest On Security - Ind As	4.44	-
b) Other non-operating income		
Recoverability from Loss in Transit	-	2.39
Short Term Capital Gain	196.65	111.19
Miscellaneous income	98.69	9.67
c) Other gains and losses		
Foreign currency fluctuations	12.55	141.43
Gain on sale of capital assets	1.30	(4.57)
	386.62	516.32

Note - 32: Cost of Material Consumed

(₹ in Lakhs)		
Particulars	April'25 to March'26	April'24 to March'25
Raw and Packing material consumed		
Opening stock	1,425.53	1,282.12
Add: Purchases	21,339.23	11,120.77
Less: Closing stock	(2,731.07)	(1,425.53)
Total Cost of Material Consumed	20,033.68	10,977.36

Note - 33: Purchase of traded goods

(₹ in Lakhs)		
Particulars	April'25 to March'26	April'24 to March'25
Purchase of Paints & Varnish	5,590.67	10,097.17
Total	5,590.67	10,097.17

33.01 Purchase Include custom duty of Rs. 46,105,275/- {(2024-25) 61,134,166/-}

Note - 34: Changes in stock of traded goods

(₹ in Lakhs)		
Particulars	April'25 to March'26	April'24 to March'25
Stock at the beginning of the year		
Finished goods	9,376.20	8,251.96
	9,376.20	8,251.96
Stock at the end of the year		
Finished goods	8,329.61	9,376.20
	8,329.61	9,376.20
Change in Inventories	1,046.59	(1,124.23)

34.01 Closing Stock Include Stock in transit Rs. 6,989,382/- {(2024-25) 9,279,937/-}

Note - 35: Employee benefit expenses

(₹ in Lakhs)

Particulars	April'25 to March'26	April'24 to March'25
Salaries and wages	4,511.89	3,771.30
Directors Remuneration	257.49	223.91
Gratuity expenses	85.76	77.99
Employer Contribution to provident fund and ESIC	204.83	193.46
Staff welfare expenses	79.80	56.45
Total	5,139.77	4,323.10

Note - 36: Finance costs

(₹ in Lakhs)

Particulars	April'25 to March'26	April'24 to March'25
Interest on bank borrowings	352.65	14.96
Interest on lease liabilities	128.69	-
Interest on MSME	0.08	0.03
Other Interest	4.09	0.18
Bank Charges	3.96	2.23
Total	489.46	17.41

Note - 37: Depreciation and amortization expenses

(₹ in Lakhs)

Particulars	April'25 to March'26	April'24 to March'25
Depreciation on Property, plant & equipment	734.51	673.49
Depreciation on Right-of-Use-Assets	312.14	-
Amortization of intangible assets	27.60	21.94
	1,074.25	695.43

Note - 38: Other expenses

(₹ in Lakhs)

Particulars	April'25 to March'26	April'24 to March'25
Consumption of stores, spares and consumables	862.47	554.35
Advertisement & Sales promotion exp	2,499.64	1,697.74
Rent, Rates & Taxes	80.98	308.89
Stock & Asset Losses	24.01	14.91
Audit Fee (a)	7.50	6.00
Bad Debts	-	12.26
Clearing & Forwarding Exp.	64.13	74.69
Commission	319.57	243.57
Consumable Stores	227.87	133.99
CSR Expense	130.50	113.00
Discount & Compensation	5.49	181.16
ECL	10.00	30.00
Electricity Expenses	42.44	34.91
Foreign Currency Fluctuation	63.48	29.39
Freight & Octroi	1,303.97	1,199.76
Insurance	93.43	69.81
Office Expenses	67.59	54.09
Professional & Legal Expenses	266.52	273.59
Repair & Maintenance	119.81	181.87
Royalty	219.26	106.04
Travelling & Conveyance	886.44	722.63
Miscellaneous Expenses	258.48	307.77
	7,553.60	6,350.41

a) Details of audit Fee

(₹ in Lakhs)

	April'25 to March'26	April'24 to March'25
Statutory audit fees	6.75	5.25
Tax audit fees	0.75	0.75
Out of pocket expenses	-	-
	7.50	6.00

Note - 39: Income Tax Expenses

(i) Income tax expense in the statement of profit and loss comprises:

(₹ in Lakhs)

Particulars	April'25 to March'26	April'24 to March'25
Current tax	2,252.42	1,639.72
Deferred tax	(47.25)	2.21
Total	2,205.17	1,641.93

(ii) A reconciliation of the income tax provision to the amount computed by applying the statutory income tax rate to the income before income taxes is summarized below:

(₹ in Lakhs)

Particulars	April'25 to March'26	April'24 to March'25
Profit before income taxes (A)	8,707.01	6,547.60
Tax Rate (B)	25.17%	25.17%
Tax Expense at Statutory tax rates (A*B)	2,191.55	1,648.03
Adjustments:		
Add: Taxation for earlier years		
Add: Tax effect of permanent differences		
Add: Other adjustments	60.87	(8.32)
Income tax expense	2,252.42	1,639.72
Current Tax expense reported in the Statement of Profit and Loss	2,252.42	1,639.72

Note - 40: Earning per shares

(₹ in Lakhs)

Particulars	April'25 to March'26	April'24 to March'25
Profit after tax	65,01,83,919.44	49,05,67,392.53
Weighted average number of equity shares (For basic and diluted EPS)	5,59,01,358.91	5,48,08,800.00
Nominal value of Ordinary Shares	10.00	10.00
Basic and Diluted Earnings per Ordinary Share	11.63	8.95



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