



24<sup>th</sup> June, 2020

STOCK. EXG/ AG/ 2020-21

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

The Listing Department  
National Stock Exchange of  
India Limited  
Exchange Plaza, 5<sup>th</sup> Floor,  
Plot No.-C/1, 'G' Block,  
Bandra- Kurla Complex,  
Bandra (E)  
Mumbai - 400051

Listing Department  
The Calcutta Stock  
Exchange Ltd.  
7 Lyons Range,  
Kolkata-700001

Scrip Code : 509480

Scrip Code: BERGEPAIN

Scrip Code : 12529

Dear Sirs,

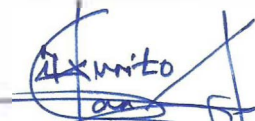
**Sub: Submission of Annual Secretarial Compliance Report  
for the financial year ended 31<sup>st</sup> March, 2020**

Please find enclosed Annual Secretarial Compliance Report for the financial year ended 31<sup>st</sup> March, 2020 pursuant to SEBI Circular No. CIR/CFD/CMD/27/2019 dated 08/02/2019 read with SEBI Circular No. CIR/CFD/CMD1/114/2019 dated 18<sup>th</sup> October, 2019.

This is for your information and records, please.

Thanking you.

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

  
**Arunito Ganguly**  
Vice President & Company Secretary

**BERGER PAINTS INDIA LIMITED**

Berger House, 129, Park Street, Kolkata - 700 017, Phone : 2229 9724-28, 2229 6005-06, Fax : 91-33-2249 9009/9729, www.bergerpaints.com  
CIN - L51434WB1923PLC004793, E-mail : consumerfeedback@bergerindia.com

# ANJAN KUMAR ROY & CO.

COMPANY SECRETARIES

UDIN: F005684B000357651

## ANNUAL SECRETARIAL COMPLIANCE REPORT OF

**BERGER PAINTS INDIA LIMITED**

FOR THE FINANCIAL YEAR ENDED ON 31<sup>st</sup> MARCH, 2020

[Pursuant to Circular No. CIR/CFD/CMDI/27/2019, dated 08<sup>th</sup> February 2019 read with the Circular No. CIR/CFD/CMDI/114/2019 dated 18<sup>th</sup> October, 2019 issued by Securities and Exchange Board of India]

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

1. We have examined:

(a) all the documents and records made available to us and explanation provided by **M/s. Berger Paints India Limited** ("the listed entity")

(b) the filings/ submissions made by the listed entity to the stock exchanges,

(c) website of the listed entity,

(d) any other document/ filing, as may be relevant, which has been relied upon to make this certification, for the year ended on 31<sup>st</sup> March, 2020 in respect of compliance with the provisions of:

(a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and

(b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

Office Address: GR 1, Gouri Bhaban, 28A Gurupada Halder Road, Kolkata- 700026. E-mail:  
akroyco@yahoo.co.in/anjanroy\_2003@yahoo.co.in Land Line: 033 2475 0112. Mobile Ph Nos.  
9830201949/9831891949.



# ANJAN KUMAR ROY & CO.

COMPANY SECRETARIES

UDIN: F005684B000357651

2. The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include: -

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; - **N/A**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; - **N/A**
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; - **N/A**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

and based on the above examination, we hereby report that, during the Review Period:

a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:-

1.	2.	3.	4.
Sr. No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary - None
1.	Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;	Not Applicable	The regulation mentioned in the column no. 2 is not applicable to the company.
2.	Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008	Not Applicable	The regulation mentioned in the column no. 2 is not applicable to the company.
3.	Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable	Not Applicable	The regulation mentioned in the column no. 2 are not

Office Address: GR 1, Gouri Bhaban, 28A Gurupada Halder Road, Kolkata- 700026. E-mail: akroyco@yahoo.co.in/anjanroy\_2003@yahoo.co.in Land Line: 033 2475 0112. Mobile Ph Nos. 9830201949/9831891949.



# ANJAN KUMAR ROY & CO.

COMPANY SECRETARIES

UDIN: F005684B000357651

	Preference Regulations,2013;	Shares)		applicable to the company.
--	---------------------------------	---------	--	-------------------------------

- b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far as it appears from our examination of those records.
- c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:

Sr. No.	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any.
	N/A	N/A	N/A	N/A

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

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended... (The years are to be mentioned)	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
	N/A	N/A	N/A	N/A

3. This is to also certify that the company has ensured, through an addendum to the letter of appointment of the Statutory Auditors of the company that the conditions as mentioned in 6(A) and 6(B) of Circular No. CIR/CFD/CMD1/114/2019 dated 18<sup>th</sup> October, 2019 issued by Securities and Exchange Board of India are included in the terms of appointment of the statutory auditor.

Office Address: GR 1, Gouri Bhaban, 28A Gurupada Halder Road, Kolkata- 700026. E-mail: akroyco@yahoo.co.in/anjanroy\_2003@yahoo.co.in Land Line: 033 2475 0112. Mobile Ph Nos. 9830201949/9831891949.



# ANJAN KUMAR ROY & CO.

COMPANY SECRETARIES

UDIN: F005684B000357651

Note: Due to nationwide lockdown in the wake of COVID 19 pandemic, the aforesaid examination has been carried out on the basis of documents and information received from the company over Email and telephone. However, we also intend to carry out physical verification once the situation is restored to normal.

For, ANJAN KUMAR ROY & CO.  
Company Secretaries

19-06-2020

X Anjan Kumar Roy

ANJAN KUMAR ROY  
CS 5684 AND CP 4557  
Signed by: ANJAN KUMAR ROY

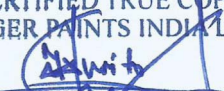
**ANJAN KUMAR ROY**

Proprietor

Place : Kolkata

Date : June 19, 2020

UDIN : F005684B000357651

CERTIFIED TRUE COPY  
For BERGER PAINTS INDIA LIMITED  
  
ARUN K. GANGULY  
VICE PRESIDENT & COMPANY SECRETARY

Office Address: GR 1, Gouri Bhaban, 28A Gurupada Halder Road, Kolkata- 700026. E-mail:  
akroyco@yahoo.co.in/anjanroy\_2003@yahoo.co.in Land Line: 033 2475 0112. Mobile Ph Nos.  
9830201949/9831891949.