

FORM NO. MGT-7

[Pursuant to sub-Section(1) of section 92 of the Companies Act, 2013 and sub-rule (1) of rule 11of the Companies (Management and Administration) Rules, 2014]



Annual Return (other than OPCs and Small Companies)

Form language ☒ English ☐ Hindi

Refer the instruction kit for filing the form.

I. REGISTRATION AND OTHER DETAILS

(i) * Corporate Identification Number (CIN) of the company

L24114PN2000PLC014669

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACI8094D

(ii) (a) Name of the company

INDIGO PAINTS LIMITED

(b) Registered office address

Indigo Tower,
Street-5, Pallod Farm-2, Baner Road
Pune
Pune
Maharashtra
411045



(c) *e-mail ID of the company

secretarial@indigopaints.com

(d) *Telephone number with STD code

02066814300

(e) Website

www.indigopaints.com

(iii) Date of Incorporation

28/03/2000

(iv)	Type of the Company	Category of the Company	Sub-category of the Company
	Public Company	Company limited by shares	Indian Non-Government company

(v) Whether company is having share capital

☒ Yes

☐ No

(vi) *Whether shares listed on recognized Stock Exchange(s)

☒ Yes

☐ No

(a) Details of stock exchanges where shares are listed

S. No.	Stock Exchange Name	Code
1	BSE Limited	1
2	National Stock Exchange of India Limited	1,024

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

LINK INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

C-101, 1st Floor, 247 Park,
Lal Bahadur Shastri Marg, Vikhroli (West)

(vii) *Financial year From date 01/04/2022 (DD/MM/YYYY) To date 31/03/2023 (DD/MM/YYYY)

(viii) *Whether Annual general meeting (AGM) held ☐ Yes ☒ No

(a) If yes, date of AGM

(b) Due date of AGM

30/09/2023

(c) Whether any extension for AGM granted

☐ Yes ☒ No

(f) Specify the reasons for not holding the same

AGM will be held on August 07, 2023

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

*Number of business activities

1

S.No	Main Activity group code	Description of Main Activity group	Business Activity Code	Description of Business Activity	% of turnover of the company
1	C	Manufacturing	C6	Chemical and chemical products, pharmaceuticals, medicinal chemical and	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES (INCLUDING JOINT VENTURES)

*No. of Companies for which information is to be given

0

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1				

IV. SHARE CAPITAL, DEBENTURES AND OTHER SECURITIES OF THE COMPANY

(i) *SHARE CAPITAL

(a) Equity share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Total number of equity shares	70,000,000	47,588,282	47,588,282	47,588,282
Total amount of equity shares (in Rupees)	700,000,000	475,882,820	475,882,820	475,882,820

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Equity Shares				
Number of equity shares	70,000,000	47,588,282	47,588,282	47,588,282
Nominal value per share (in rupees)	10	10	10	10
Total amount of equity shares (in rupees)	700,000,000	475,882,820	475,882,820	475,882,820

(b) Preference share capital

Particulars	Authorised capital	Issued capital	Subscribed capital	Paid-up capital
Total number of preference shares	0	0	0	0
Total amount of preference shares (in rupees)	0	0	0	0

Number of classes

0

Class of shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of preference shares				
Nominal value per share (in rupees)				
Total amount of preference shares (in rupees)				

(c) Unclassified share capital

Particulars	Authorised Capital
Total amount of unclassified shares	0

(d) Break-up of paid-up share capital

Class of shares	Number of shares			Total nominal amount	Total Paid-up amount	Total premium
Equity shares	Physical	DEMAT	Total			
At the beginning of the year	1	47,568,996	47568997	475,689,970	475,689,970	
Increase during the year	25	19,286	19311	192,850	192,850	14,680,000
i. Pubic Issues	0	0	0	0	0	0
ii. Rights issue	0	0	0	0	0	0
iii. Bonus issue	0	0	0	0	0	0
iv. Private Placement/ Preferential allotment	0	0	0	0	0	0
v. ESOPs	0	19,285	19285	192,850	192,850	14,680,000
vi. Sweat equity shares allotted	0	0	0	0	0	0
vii. Conversion of Preference share	0	0	0	0	0	0
viii. Conversion of Debentures	0	0	0	0	0	0
ix. GDRs/ADRs	0	0	0	0	0	0
x. Others, specify Demat and Remat	25	1	26	0	0	
Decrease during the year	1	25	26	0	0	0
i. Buy-back of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	
iv. Others, specify Demat and Remat	1	25	26	0	0	
At the end of the year	25	47,588,257	47588282	475,882,820	475,882,820	
Preference shares						
At the beginning of the year	0	0	0	0	0	
Increase during the year	0	0	0	0	0	0
i. Issues of shares	0	0	0	0	0	0
ii. Re-issue of forfeited shares	0	0	0	0	0	0

iii. Others, specify						
Decrease during the year	0	0	0	0	0	0
i. Redemption of shares	0	0	0	0	0	0
ii. Shares forfeited	0	0	0	0	0	0
iii. Reduction of share capital	0	0	0	0	0	0
iv. Others, specify						
At the end of the year	0	0	0	0	0	

ISIN of the equity shares of the company

INE09VQ01012

(ii) Details of stock split/consolidation during the year (for each class of shares)

0

Class of shares		(i)	(ii)	(iii)
Before split / Consolidation	Number of shares			
	Face value per share			
After split / Consolidation	Number of shares			
	Face value per share			

(iii) Details of shares/Debentures Transfers since closure date of last financial year (or in the case of the first return at any time since the incorporation of the company) *

☒ Nil

[Details being provided in a CD/Digital Media]

☐

Yes

☐

No

☐

Not Applicable

Separate sheet attached for details of transfers

☐

Yes

☐

No

Note: In case list of transfer exceeds 10, option for submission as a separate sheet attachment or submission in a CD/Digital Media may be shown.

Date of the previous annual general meeting

Date of registration of transfer (Date Month Year)			
Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	
Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	Surname	middle name	first name

Date of registration of transfer (Date Month Year)			
Type of transfer		1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock	
Number of Shares/ Debentures/ Units Transferred		Amount per Share/ Debenture/Unit (in Rs.)	
Ledger Folio of Transferor			
Transferor's Name			
	Surname	middle name	first name
Ledger Folio of Transferee			
Transferee's Name			
	Surname	middle name	first name

(iv) *Debentures (Outstanding as at the end of financial year)

Particulars	Number of units	Nominal value per unit	Total value
Non-convertible debentures	0	0	0
Partly convertible debentures	0	0	0
Fully convertible debentures	0	0	0
Total			0

Details of debentures

Class of debentures	Outstanding as at the beginning of the year	Increase during the year	Decrease during the year	Outstanding as at the end of the year
Non-convertible debentures	0	0	0	0
Partly convertible debentures	0	0	0	0
Fully convertible debentures	0	0	0	0

(v) Securities (other than shares and debentures)

0

Type of Securities	Number of Securities	Nominal Value of each Unit	Total Nominal Value	Paid up Value of each Unit	Total Paid up Value
Total					

V. *Turnover and net worth of the company (as defined in the Companies Act, 2013)**(i) Turnover**

10,733,343,000

(ii) Net worth of the Company

7,761,275,000

VI. (a) *SHARE HOLDING PATTERN - Promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	20,728,545	43.56	0	
	(ii) Non-resident Indian (NRI)	0	0	0	
	(iii) Foreign national (other than NRI)	0	0	0	

2.	Government				
	(i) Central Government	0	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	0	0	0	
4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	0	0	0	
7.	Mutual funds	0	0	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	4,958,070	10.42	0	
10.	Others	0	0	0	
	Total	25,686,615	53.98	0	0

Total number of shareholders (promoters)

5

(b) *SHARE HOLDING PATTERN - Public/Other than promoters

S. No.	Category	Equity		Preference	
		Number of shares	Percentage	Number of shares	Percentage
1.	Individual/Hindu Undivided Family				
	(i) Indian	3,764,325	7.91	0	
	(ii) Non-resident Indian (NRI)	130,562	0.27	0	
	(iii) Foreign national (other than NRI)	0	0	0	
2.	Government				
	(i) Central Government	92	0	0	
	(ii) State Government	0	0	0	
	(iii) Government companies	0	0	0	
3.	Insurance companies	915,635	1.92	0	

4.	Banks	0	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	4,189,470	8.8	0	
7.	Mutual funds	257,880	0.54	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	12,289,776	25.83	0	
10.	Others Alternate Investment Fund: +	353,927	0.74	0	
	Total	21,901,667	46.01	0	0

Total number of shareholders (other than promoters)

122,780

**Total number of shareholders (Promoters+Public/
Other than promoters)**

122,785

(c) *Details of Foreign institutional investors' (FIIs) holding shares of the company

43

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
COPTHALL MAURITIUS +	J.P.MORGAN CHASE BANK N.A. INC +			143	0
FUNDPARTNER SOLUTIONS +	HSBC SECURITIES SERVICES 11TH F +			978	0
NORTHERN TRUST CO +	CITIBANK N.A. CUSTODY SERVICES +			473	0
QUADRATURE CAPITAL +	JPMORGAN CHASE BANK N.A., INC +			2,645	0
STATE STREET GLOBAL +	HSBC SECURITIES SERVICES 11TH F +			19,552	0.04
THE REGENTS OF THE +	DEUTSCHE BANK AG, DB HOUSE H +			1,491	0
GOLDMAN SACHS (SINGAPORE) +	STANDARD CHARTERED BANK SEC +			1,688	0
GOVERNMENT PENSION +	CITIBANK N.A. CUSTODY SERVICES +			121,794	0.25
ISHARES MSCI EMERGING +	CITIBANK N.A. CUSTODY SERVICES +			5,025	0.01
ASHOKA INDIA OPPORTUNITIES +	HSBC SECURITIES SERVICES 11TH F +			884,600	1.85
INTEGRATED CORE STRATEGIC +	DEUTSCHE BANK AG, DB HOUSE H +			16,557	0.03
BVK PERSONALVORSCHUNG +	JPMORGAN CHASE BANK N.A. INC +			3,201	0
COPTHALL MAURITIUS +	JPMORGAN CHASE BANK N.A. INC +			53	0

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
EMERGING MARKETS S	JPMORGAN CHASE BANK N.A. IND			17,947	0.03
EMERGING MARKETS S	JPMORGAN CHASE BANK N.A. IND			1,278	0
ISHARES MSCI INDIA S	CITIBANK N.A. CUSTODY SERVICES			10,572	0.02
STATE STREET MSCI EM	HSBC SECURITIES SERVICES 11TH F			2,047	0
STATE STREET MSCI EM	HSBC SECURITIES SERVICES 11TH F			2,822	0
INDIA ACORN ICAV AS	HSBC SECURITIES SERVICES 11TH F			23,929	0.05
MALABAR SELECT FUN	HSBC SECURITIES SERVICES 11TH F			52,017	0.1
NORTHERN TRUST CO	CITIBANK N.A. CUSTODY SERVICES			831	0
PUBLIC EMPLOYEES RI	HSBC SECURITIES SERVICES 11TH F			2,240	0
ABS DIRECT EQUITY FU	STANDARD CHARTERED BANK Sec			82,265	0.17
ABU DHABI INVESTME	JPMORGAN CHASE BANK N.A. IND			641,953	1.34
COLLEGE RETIREMENT	DEUTSCHE BANK AG DB HOUSE, H			9,864	0.02

VII. *NUMBER OF PROMOTERS, MEMBERS, DEBENTURE HOLDERS
(Details, Promoters, Members (other than promoters), Debenture holders)

Details	At the beginning of the year	At the end of the year
Promoters	6	5
Members (other than promoters)	86,829	122,780
Debenture holders	0	0

VIII. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

(A) *Composition of Board of Directors

Category	Number of directors at the beginning of the year		Number of directors at the end of the year		Percentage of shares held by directors as at the end of year	
	Executive	Non-executive	Executive	Non-executive	Executive	Non-executive
A. Promoter	2	0	2	0	32.68	0
B. Non-Promoter	1	4	1	4	0.02	0
(i) Non-Independent	1	0	1	0	0.02	0

(ii) Independent	0	4	0	4	0	0
C. Nominee Directors representing	0	2	0	1	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	2	0	1	0	0
(iii) Government	0	0	0	0	0	0
(iv) Small share holders	0	0	0	0	0	0
(v) Others	0	0	0	0	0	0
Total	3	6	3	5	32.7	0

Number of Directors and Key managerial personnel (who is not director) as on the financial year end date 10

(B) (i) *Details of directors and Key managerial personnel as on the closure of financial year

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
RAVI NIGAM	00024577	Director	0	
HEMANT KAMALA JALAN 	00080942	Managing Director	8,567,500	
ANITA HEMANT JALAN 	00085411	Director	6,987,500	
NARAYANANKUTTY K 	00296465	Director	10,000	
SUNIL BADRIPRASAD 	00503570	Director	301	
SAKSHI CHOPRA	07129633	Nominee director	0	
PRAVEEN KUMAR RAI 	03154381	Director	301	
NUPUR GARG	03414074	Director	301	
Chetan Bhalchandra Hu 	ABGPH4376K	CFO	6,673	
SUJOY SUDIPTA BOS 	BDRPB0146H	Company Secretar	0	

(ii) Particulars of change in director(s) and Key managerial personnel during the year 1

Name	DIN/PAN	Designation at the beginning / during the financial year	Date of appointment/ change in designation/ cessation	Nature of change (Appointment/ Change in designation/ Cessation)
RAVI SHANKAR VENK 	02604007	Alternate director	10/02/2023	Cessation

IX. MEETINGS OF MEMBERS/CLASS OF MEMBERS/BOARD/COMMITTEES OF THE BOARD OF DIRECTORS

A. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETINGS

Number of meetings held

1

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number of members attended	% of total shareholding
Annual General Meeting	02/09/2022	86,835	44	64.58

B. BOARD MEETINGS

*Number of meetings held

5

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	20/05/2022	8	8	100
2	05/08/2022	8	8	100
3	03/11/2022	8	8	100
4	10/02/2023	8	8	100
5	21/03/2023	8	8	100

C. COMMITTEE MEETINGS

Number of meetings held

10

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
1	Audit Committee	20/05/2022	6	6	100
2	Audit Committee	05/08/2022	6	6	100
3	Audit Committee	03/11/2022	6	6	100
4	Audit Committee	10/02/2023	6	6	100
5	Nomination and Remuneration Committee	19/05/2022	4	4	100
6	Nomination and Remuneration Committee	10/02/2023	4	4	100
7	Stakeholders' Meeting	16/05/2022	3	3	100

S. No.	Type of meeting	Date of meeting	Total Number of Members as on the date of the meeting	Attendance	
				Number of members attended	% of attendance
8	Risk Management Committee	16/05/2022	4	4	100
9	Risk Management Committee	01/11/2022	4	4	100
10	CSR Committee	16/05/2022	3	3	100

D. *ATTENDANCE OF DIRECTORS

S. No.	Name of the director	Board Meetings			Committee Meetings			Whether attended AGM held on
		Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	Number of Meetings which director was entitled to attend	Number of Meetings attended	% of attendance	
								(Y/N/NA)
1	RAVI NIGAM	5	5	100	6	6	100	
2	HEMANT KAM	5	5	100	8	8	100	
3	ANITA HEMAI	5	5	100	1	1	100	
4	NARAYANAN	5	5	100	3	3	100	
5	SUNIL BADRI	5	5	100	6	6	100	
6	SAKSHI CHOI	5	5	100	4	4	100	
7	PRAVEEN KU	5	5	100	9	9	100	
8	NUPUR GARC	5	5	100	7	7	100	

X. *REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

☐ Nil

Number of Managing Director, Whole-time Directors and/or Manager whose remuneration details to be entered

1

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	HEMANT KAMALA	Managing Director	24,000,000	0	0	0	24,000,000
	Total		24,000,000	0	0	0	24,000,000

Number of CEO, CFO and Company secretary whose remuneration details to be entered

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
--------	------	-------------	--------------	------------	-------------------------------	--------	--------------

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Chetan Bhalchandra	CFO	4,284,350	0	393,172	0	4,677,522
2	SUJOY SUDIPTA B	Company Secre	1,277,750	0	98,293	0	1,376,043
	Total		5,562,100	0	491,465	0	6,053,565

Number of other directors whose remuneration details to be entered

6

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	RAVI NIGAM	Independent Dir	0	700,000	0	800,000	1,500,000
2	SUNIL BADRIPRAS	Independent Dir	0	700,000	0	800,000	1,500,000
3	PRAVEEN KUMAR	Independent Dir	0	700,000	0	800,000	1,500,000
4	NUPUR GARG	Independent Dir	0	700,000	0	800,000	1,500,000
5	ANITA HEMANT JA	Executive Direct	1,500,000	0	0	0	1,500,000
6	NARAYANANKUTT	Executive Direct	14,400,000	0	982,931	0	15,382,931
	Total		15,900,000	2,800,000	982,931	3,200,000	22,882,931

XI. MATTERS RELATED TO CERTIFICATION OF COMPLIANCES AND DISCLOSURES

* A. Whether the company has made compliances and disclosures in respect of applicable provisions of the Companies Act, 2013 during the year ☒ Yes ☐ No

B. If No, give reasons/observations

XII. PENALTY AND PUNISHMENT - DETAILS THEREOF

(A) DETAILS OF PENALTIES / PUNISHMENT IMPOSED ON COMPANY/DIRECTORS /OFFICERS ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which penalised / punished	Details of penalty/ punishment	Details of appeal (if any) including present status

(B) DETAILS OF COMPOUNDING OF OFFENCES ☒ Nil

Name of the company/ directors/ officers	Name of the court/ concerned Authority	Date of Order	Name of the Act and section under which offence committed	Particulars of offence	Amount of compounding (in Rupees)

XIII. Whether complete list of shareholders, debenture holders has been enclosed as an attachment

☐ Yes ☒ No

(In case of 'No', submit the details separately through the method specified in instruction kit)

XIV. COMPLIANCE OF SUB-SECTION (2) OF SECTION 92, IN CASE OF LISTED COMPANIES

In case of a listed company or a company having paid up share capital of Ten Crore rupees or more or turnover of Fifty Crore rupees or more, details of company secretary in whole time practice certifying the annual return in Form MGT-8.

Name

Ashwini Inamdar

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

11226

I/We certify that:

(a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.

(b) Unless otherwise expressly stated to the contrary elsewhere in this Return, the Company has complied with all the provisions of the Act during the financial year.

Declaration

I am Authorised by the Board of Directors of the company vide resolution no. ..

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dated

26/05/2023

(DD/MM/YYYY) to sign this form and declare that all the requirements of the Companies Act, 2013 and the rules made thereunder in respect of the subject matter of this form and matters incidental thereto have been complied with. I further declare that:

1. Whatever is stated in this form and in the attachments thereto is true, correct and complete and no information material to the subject matter of this form has been suppressed or concealed and is as per the original records maintained by the company.
2. All the required attachments have been completely and legibly attached to this form.

Note: Attention is also drawn to the provisions of Section 447, section 448 and 449 of the Companies Act, 2013 which provide for punishment for fraud, punishment for false statement and punishment for false evidence respectively.

To be digitally signed by

Director

DIN of the director

00080942

To be digitally signed by

- ☒ Company Secretary
☐ Company secretary in practice

Membership number

Certificate of practice number

Attachments

1. List of share holders, debenture holders
2. Approval letter for extension of AGM;
3. Copy of MGT-8;
4. Optional Attachment(s), if any

Attach

Attach

Attach

Attach

List of attachments

FII Details.pdf

Remove attachment

Modify

Check Form

Prescrutiny

Submit

This eForm has been taken on file maintained by the Registrar of Companies through electronic mode and on the basis of statement of correctness given by the company