

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

L24202MH1920PLC000825

Pre-fill

Global Location Number (GLN) of the company

* Permanent Account Number (PAN) of the company

AAACG1376N

(ii) (a) Name of the company

KANSAI NEROLAC PAINTS LIM

(b) Registered office address

28th Floor, A-wing, Marathon Futurex, N. M. Joshi Marg, Lower Parel, Delisle Road
Mumbai
Mumbai
Maharashtra
400012

(c) *e-mail ID of the company

investor@nerolac.com

(d) *Telephone number with STD code

02240602500

(e) Website

www.nerolac.com

(iii) Date of Incorporation

02/09/1920

(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	1,024

(b) CIN of the Registrar and Transfer Agent

U67190MH1999PTC118368

Pre-fill

Name of the Registrar and Transfer Agent

MUFG INTIME INDIA PRIVATE LIMITED

Registered office address of the Registrar and Transfer Agents

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

(vii) *Financial year From date 01/04/2024 (DD/MM/YYYY) To date 31/03/2025 (DD/MM/YYYY)

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

(a) If yes, date of AGM

(b) Due date of AGM

(c) Whether any extension for AGM granted ☐ Yes ☒ No

(f) Specify the reasons for not holding the same

AGM will be held on Monday, 30th June, 2025

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	C13	Other manufacturing including jewellery, musical instruments, medical instruments,	100

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

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

5

Pre-fill All

S.No	Name of the company	CIN / FCRN	Holding/ Subsidiary/Associate/ Joint Venture	% of shares held
1	Kansai Paint Co., Ltd., japan		Holding	74.98
2	KNP Japan Pvt. Ltd.		Subsidiary	68
3	Kansai Paints Lanka (Private) Ltd		Subsidiary	60
4	Kansai Nerolac Paints (Bangladesh) Ltd		Subsidiary	55
5	Nerofix Private Limited	U24299MH2019PTC328170	Subsidiary	100

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	850,000,000	808,444,880	808,444,880	808,444,880
Total amount of equity shares (in Rupees)	850,000,000	808,444,880	808,444,880	808,444,880

Number of classes

1

Class of Shares	Authorised capital	Issued capital	Subscribed capital	Paid up capital
Number of equity shares	850,000,000	808,444,880	808,444,880	808,444,880
Nominal value per share (in rupees)	1	1	1	1
Total amount of equity shares (in rupees)	850,000,000	808,444,880	808,444,880	808,444,880

(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	1,597,960	806,781,620	808379580	808,379,580	808,379,580	
Increase during the year	0	171,180	171180	65,300	65,300	0
i. Public 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	65,300	65300	65,300	65,300	0
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		105,880	105880			
Dematerialization of shares from physical holding						
Decrease during the year	105,880	0	105880	0	0	0
i. Buy-back of shares	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	105,880		105880			
Dematerialization of shares from physical holding						
At the end of the year	1,492,080	806,952,800	808444880	808,444,880	808,444,880	
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

INE531A01024

(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	<input type="text" value="28/06/2024"/>
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Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
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Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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Ledger Folio of Transferor	<input type="text"/>
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Transferor's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
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	Surname	middle name	first name
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Ledger Folio of Transferee	<input type="text"/>
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Transferee's Name	<input type="text"/>	<input type="text"/>	<input type="text"/>
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	Surname	middle name	first name
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Date of registration of transfer (Date Month Year)	<input type="text"/>
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Type of transfer	<input type="text"/>	1 - Equity, 2- Preference Shares,3 - Debentures, 4 - Stock
------------------	----------------------	--

Number of Shares/ Debentures/ Units Transferred	<input type="text"/>	Amount per Share/ Debenture/Unit (in Rs.)	<input type="text"/>
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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
Partly convertible debentures	0		0
Fully convertible debentures	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

74,967,100,551.27

(ii) Net worth of the Company

63,662,283,440.76

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	0	0	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	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	606,203,847	74.98	0	
10.	Others	0	0	0	
	Total	606,203,847	74.98	0	0

Total number of shareholders (promoters)

1

(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	66,875,694	8.27	0	
	(ii) Non-resident Indian (NRI)	3,008,736	0.37	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	65,827,444	8.14	0	
4.	Banks	11,413	0	0	
5.	Financial institutions	0	0	0	
6.	Foreign institutional investors	42,876,414	5.3	0	
7.	Mutual funds	15,298,554	1.89	0	
8.	Venture capital	0	0	0	
9.	Body corporate (not mentioned above)	7,782,283	0.96	0	
10.	Others	560,495	0.07	0	
	Total	202,241,033	25	0	0

Total number of shareholders (other than promoters)

167,341

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

167,342

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

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Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
ACADIAN EMERGING I +	STANDARD CHARTERED BANK SEC +			33,777	0
ALLIANZ GLOBAL INV +	HSBC SECURITIES SERVICES 11TH F +			4,374	0
BNYM MELLON DB SL +	DEUTSCHE BANK AG, DB HOUSE H +			6,585	0
BVK PERSONALVORSC +	JP Morgan Chase Bank N.A, INDIA +			36,477	0.04

Name of the FII	Address	Date of Incorporation	Country of Incorporation	Number of shares held	% of shares held
COLLEGE RETIREMENT +	DEUTSCHE BANK AG DB HOUSE, H +			310,370	0
EMERGING MARKETS S +	CITIBANK N.A. CUSTODY SERVICES +			13,915	0
FRANKLIN TEMPLETON +	DEUTSCHE BANK AG, DB HOUSE H +			294	0
FUNDPARTNER SOLUT +	HSBC SECURITIES SERVICES 11TH F +			9,787	0
IOWA PUBLIC EMPLOY +	STANDARD CHARTERED BANK SEC +			28,364	0
MERCER QIF FUND PL +	CITIBANK N.A. CUSTODY SERVICES +			27,618	0
MORGAN STANLEY AS +	CITIBANK N.A. CUSTODY SERVICES +			16,508	0
PRIME SUPER MANAG +	CITIBANK N.A. CUSTODY SERVICES +			21,316	0
ALASKA PERMANENT +	STANDARD CHARTERED BANK SEC +			26,044	0
ALLIANZ GLOBAL INV +	JP Morgan Chase Bank N.A, INDIA +			6,740	0
AMERICAN CENTURY F +	DEUTSCHE BANK AG, DB HOUSE, H +			14,918	0
AMERICAN CENTURY F +	DEUTSCHE BANK AG, DB HOUSE H +			3,233	0
CALIFORNIA STATE TE +	HSBC SECURITIES SERVICES 11TH F +			84,815	0.01
CANADA PENSION PL +	HSBC SECURITIES SERVICES 11TH F +			604,866	0.07
DIMENSIONAL EMERG +	CITIBANK N.A. CUSTODY SERVICES +			89,607	0.01
EMERGING MARKETS +	CITIBANK N.A. CUSTODY SERVICES +			25,838	0
FRANKLIN TEMPLETON +	DEUTSCHE BANK AG, DB HOUSE H +			219,902	0.03
GENERAL ORGANIZAT +	CITIBANK N.A. CUSTODY SERVICES +			207,359	0.03
GOVERNMENT PENSIC +	CITIBANK N.A. CUSTODY SERVICES +			1,752,978	0.22
HSBC INDEX TRACKER +	HSBC SECURITIES SERVICES 11TH F +			11,835	0
PUB EQUITIES EMERG +	JP Morgan Chase Bank N.A, INDIA +			154,462	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	1	1
Members (other than promoters)	114,007	167,341
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	0	3	1	3	0	0
B. Non-Promoter	1	3	1	3	0	0
(i) Non-Independent	1	0	1	0	0	0
(ii) Independent	0	3	0	3	0	0
C. Nominee Directors representing	0	0	0	0	0	0
(i) Banks & FIs	0	0	0	0	0	0
(ii) Investing institutions	0	0	0	0	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	1	6	2	6	0	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)
Mr. Bhaskar Bhat	00148778	Director	0	

Name	DIN/PAN	Designation	Number of equity share(s) held	Date of cessation (after closure of financial year : If any)
Mr. Anuj Jain	08091524	Managing Director	40,795	
Mr. H. Nishibayashi	03169150	Director	0	
Ms. Sonia Singh	07108778	Director	0	
Mr. Takashi Tomioka	08736654	Director	0	
Mr. Pravin D. Chaudha	02171823	Director	0	
Mr. Hirokazu Kotera	10707431	Whole-time director	0	
Mr. Uday Shirish Bhan	00363902	Director	0	
Mr. P.D. Pai	AAJPP1133C	CFO	2,701	
Mr. G.T. Govindarajan	AIDPG8250H	Company Secretar	0	

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

4

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)
Mr. Hirokazu Kotera	10707431	Whole-time director	01/08/2024	Appointment
Mr. Uday Shirish Bha	00363902	Director	06/11/2024	Appointment
Mr. Pradip. P. Shah	00066242	Director	29/01/2025	Retirement
Mr. Anuj Jain	08091524	Managing Director	31/03/2025	Retirement

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	28/06/2024	135,423	78	74.99

B. BOARD MEETINGS

*Number of meetings held

6

S. No.	Date of meeting	Total Number of directors associated as on the date of meeting	Attendance	
			Number of directors attended	% of attendance
1	04/05/2024	7	7	100
2	29/07/2024	7	7	100
3	06/11/2024	9	9	100
4	21/01/2025	9	8	88.89
5	05/02/2025	8	8	100
6	11/03/2025	8	7	87.5

C. COMMITTEE MEETINGS

Number of meetings held

14

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	Nomination and Remuneration Committee	04/05/2024	4	4	100
2	Audit Committee	04/05/2024	3	3	100
3	Audit Committee	29/07/2024	3	3	100
4	Risk Management Committee	02/08/2024	5	5	100
5	Nomination and Remuneration Committee	06/11/2024	4	4	100
6	Audit Committee	06/11/2024	3	3	100
7	Corporate Social Responsibility Committee	25/11/2024	3	3	100
8	Risk Management Committee	21/01/2025	5	5	100
9	Nomination and Remuneration Committee	05/02/2025	4	4	100
10	Audit Committee	05/02/2025	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	Mr. Bhaskar B	6	6	100	12	12	100	
2	Mr. Anuj Jain	4	4	100	5	5	100	
3	Mr. H. Nishiba	6	5	83.33	5	4	80	
4	Ms. Sonia Sing	6	6	100	14	14	100	
5	Mr. Takashi To	6	5	83.33	0	0	0	
6	Mr. Pravin D. C	6	6	100	0	0	0	
7	Mr. Hirokazu K	4	4	100	0	0	0	
8	Mr. Uday Shir	4	4	100	3	3	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

2

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. Anuj Jain	Managing Director	30,510,592	58,100,000	0	0	88,610,592
2	Mr. Hirokazu Kotera	Whole time Director	4,920,270	0	0	0	4,920,270
	Total		35,430,862	58,100,000	0	0	93,530,862

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
1	Mr. P.D. Pai	CFO	23,433,600	0	0	0	23,433,600
2	Mr. G. T. Govindara	Company Secretary	10,600,446	0	0	0	10,600,446
	Total		34,034,046	0	0	0	34,034,046

Number of other directors whose remuneration details to be entered

4

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
1	Mr. P.P. Shah	Director	0	5,000,000	0	350,000	5,350,000
2	Ms. Sonia Singh	Director	0	4,500,000	0	550,000	5,050,000
3	Mr. Bhaskar Bhat	Director	0	4,500,000	0	500,000	5,000,000
4	Mr. Uday Bhansali	Director	0	0	0	175,000	175,000

S. No.	Name	Designation	Gross Salary	Commission	Stock Option/ Sweat equity	Others	Total Amount
	Total		0	14,000,000	0	1,575,000	15,575,000

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

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

Mr. J. H. Ranade

Whether associate or fellow

☐ Associate ☒ Fellow

Certificate of practice number

2520

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. .. dated

(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

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 Attachement(s), if any

Attach

Attach

Attach

Attach

List of attachments

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

