



U. K. PAINTS (INDIA) PVT. LIMITED

PROP. OF U.K. PAINT INDUSTRIES

Head Office : 19, DDA Commercial Complex, Kailash Colony Extn.,

New Delhi-110 048 (India)

Phone : H.O. 29240394-6

E-mail : cs@ukpaints.co.in

CIN : U24222HR1979PTC098144

(Formerly known as U. K. Paints (India) Limited)

Date: 16th July 2025

To, The Department of Corporate Services, Listing Department BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001 Script Code: 509480	To, The Listing Department National Stock Exchange India Limited Exchange Plaza, Bandra Kurla Complex Bandra (E), Mumbai-400051 NSE Symbol: BERGEPAINT	To, The Listing Department The Calcutta Stock Exchange Ltd. 7 Lyons Range, Kolkata - 700001 Scrip Code: 12529
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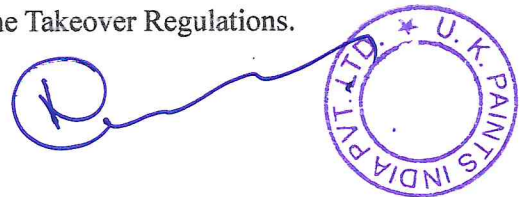
Dear Sir/ Ma'am,

Subject: Disclosure under Regulation 29(2) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, in respect of the acquisition of beneficial ownership of equity shares of Berger Paints India Limited, pursuant to the scheme of amalgamation.

Reference: Target Company [Berger Paints India Limited (CIN: L51434WB1923PLC004793)], ISIN INE463A01038.

We, U K Paints (India) Private Limited, having registered office at 2nd Floor, Shopping Arcade, Malibu Town, Sohna Road, Sector 47, Gurugram, Haryana - 122018, hereby submit the disclosure under Regulation 29(2) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("Takeover Regulations"), for Acquisition of Beneficial Ownership of 16,87,88,138 (Sixteen Crore Eighty-Seven Lakh Eighty-Eight Thousand One Hundred and Thirty-Eight) equity shares of Berger Paints India Limited ("Subject Shares"), pursuant to the scheme of amalgamation amongst U.K. Paints (Overseas) Limited (Transferor Company-1), B.J.N. Holdings (I) Limited (Transferor Company-2) i.e., the entities incorporated under the laws of Jersey and U K Paints (India) Private Limited (Transferee Company) i.e., an entity incorporated under the laws of India, duly sanctioned by the Jersey Financial Services Commission vide approval letter dated 24th October 2024 and by the Hon'ble National Company Law Tribunal, Bench-II at Chandigarh vide order dated 23rd May 2025, in terms of the provisions of sections 230 to 232 read with section 234 of the Companies Act, 2013 and Companies (Compromises, Arrangements and Amalgamations) Rules, 2016, as amended.

Please note that the aforementioned acquisition of beneficial ownership of Subject Shares falls within the exemption provided under Regulation 10(1)(d)(iii) of the Takeover Regulations.



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In this connection, necessary disclosure under Regulation 29(2) of the Takeover Regulations in the prescribed format, is enclosed herewith for your information and records.

Thanking You,

For U K Paints (India) Private Limited



Naveen Choudhary
Whole-Time Director

DIN: 00194483

Date: 16th July 2025

Place: New Delhi

Encl.: Disclosure under Regulation 29(2) of the Takeover Regulations

CC

To,

The Company Secretary

Berger Paints India Limited

Regd. Office: Berger House, 129 Park Street, Kolkata, West Bengal – 700017, India

Email: arunitoganguly@bergerindia.com



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Format for disclosures under Regulation 29(2) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	Berger Paints India Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer.	Name of Acquirer – U K Paints (India) Private Limited Name of PACs with the Acquirer – - KSD Family Trust - GBS Dhingra Family Trust - Kuldip Singh Dhingra - Gurbachan Singh Dhingra - Vinu Dhingra - Meeta Dhingra - Kanwardip Singh Dhingra - Anshana Sawhney - Jessima Kumar - Rishma Kaur - Sunaina Kohli - Dipti Dhingra - Citland Commercial Credits Ltd - Wang Investment And Finance Pvt Ltd - Bigg Investments And Finance Private Limited - Jenson & Nicholson (Asia) Limited		
Whether the acquirer belongs to Promoter/Promoter Group	Yes (Member of the Promoter Group)		
Name(s) of the Stock Exchange(s) where the shares of TC are listed	▪ BSE Limited [Scrip Code: 509480] ▪ National Stock Exchange of India Limited [Symbol: BERGEPAINT] ▪ The Calcutta Stock Exchange Ltd [Scrip Code: 12529]		
Details of the acquisition/disposal as follows:	Number	% w.r.t. total share/ voting capital wherever applicable	% w.r.t. total diluted share/ voting capital of the TC
Before the acquisition under consideration, holding of acquirer:			
a) Shares carrying voting rights	58,40,35,478	50.09	50.09
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	-	-	-

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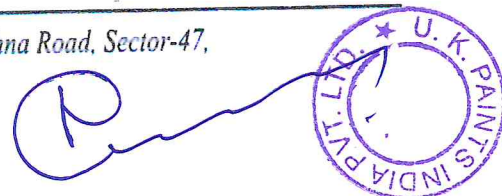
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c) Voting rights (VR) otherwise than by equity shares	-	-	-
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	-	-	-
e) Total (a+b+c+d)	58,40,35,478	50.09	50.09
Details of acquisition/disposal			
a) Shares carrying voting rights acquired/sold	16,87,88,138*	14.48*	14.48*
b) VRs acquired/sold otherwise than by equity shares	-	-	-
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	-	-	-
d) Shares encumbered/invoked/released by the acquirer	-	-	-
e) Total (a+b+c+d)	16,87,88,138*	14.48*	14.48*
After the acquisition/disposal, holding of acquirer:			
a) Shares carrying voting rights	75,28,23,616	64.57	64.57
b) Shares encumbered with the acquirer	-	-	-
c) VRs otherwise than by shares	-	-	-
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	-	-	-
e) Total (a+b+c+d)	75,28,23,616	64.57	64.57
Mode of acquisition/disposal (e.g. open market/ off-market/ public issue / rights issue / preferential allotment / inter-se transfer etc.)	Acquisition of beneficial ownership of 16,87,88,138 (Sixteen Crore Eighty-Seven Lakh Eighty-Eight Thousand One Hundred and Thirty-Eight) equity shares of the Target Company, pursuant to the scheme of amalgamation amongst U.K. Paints (Overseas) Limited (Transferor Company-1), B.J.N. Holdings (I) Limited (Transferor Company-2) i.e., the entities incorporated under the laws of Jersey and U K Paints (India) Private Limited (Transferee Company) i.e., an entity incorporated under the laws of India, duly sanctioned by the Jersey Financial Services		

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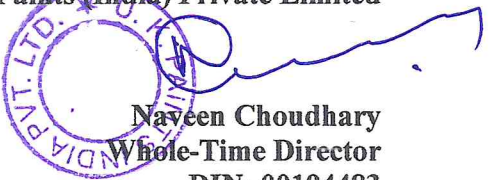
	Commission vide approval letter dated 24 th October 2024 and by the Hon'ble National Company Law Tribunal, Bench-II at Chandigarh vide order dated 23 rd May 2025, in terms of the provisions of sections 230 to 232 read with section 234 of the Companies Act, 2013 and Companies (Compromises, Arrangements and Amalgamations) Rules, 2016, as amended.
Date of acquisition/ disposal of shares/ VR or date of receipt of intimation of allotment of shares, whichever is applicable	Date of Acquisition: 14 th July 2025
Equity share capital/ total voting capital of the TC before the said acquisition/ disposal	Rs. 116,58,94,779 divided into 116,58,94,779 equity shares of face value of Re. 1/- each.
Equity share capital/ total voting capital of the TC after the said acquisition/ disposal	Rs. 116,58,94,779 divided into 116,58,94,779 equity shares of face value of Re. 1/- each.
Total diluted share/voting capital of the TC after the said acquisition/ disposal	Rs. 116,58,94,779 divided into 116,58,94,779 equity shares of face value of Re. 1/- each.

* B.J.N. Holdings (I) Limited ("Transferor Company-2") was holding beneficial ownership of 16,87,88,138 equity shares ("Subject Shares") constituting 14.48% of the total equity share capital of the Target Company through its wholly owned subsidiary company namely, Jenson & Nicholson (Asia) Limited, an entity incorporated under the laws of Jersey ("JNA Jersey") i.e., registered shareholder of the Subject Shares.

Upon the Scheme becoming effective, (a) the beneficial ownership of the Subject Shares as was held by the Transferor Company-2 stood transferred to the Transferee Company/ Acquirer, and (b) the registered shareholder in respect of the Subject Shares, i.e., JNA Jersey, became a direct wholly owned subsidiary of the Transferee Company/ Acquirer.

Thanking You,

For U K Paints (India) Private Limited


Naveen Choudhary
Whole-Time Director
DIN: 00194483

Date: 16th July 2025

Place: New Delhi

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