

10th May, 2016

1. The Secretary
The BSE
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai – 400 001
2. Manager – Listing
National Stock Exchange of India Ltd.
Exchange Plaza, Bandra – Kurla Complex,
Bandra (E), Mumbai – 400 051

BSE Scrip Code: 500165

NSE Scrip Code: KANSAINER

Subject: Disclosure under Regulation 29(2) SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (SEBI (SAST) Regulations, 2011), made by our Promoters, Kansai Paint Co. Ltd., Japan

Dear Sir,

This is to inform you that we have received a copy of the Disclosure under Regulation 29 (2) of the SEBI (SAST) Regulations, 2011, made by our Promoters, Kansai Paint Co. Ltd, Japan to the BSE and the NSE. The same is forwarded to you to take it on record.

For **KANSAI NEROLAC PAINTS LTD.**



G.T. GOVINDARAJAN
COMPANY SECRETARY

Encl.: As above

NEROLAC HOUSE
Ganpatrao Kadam Marg,
Lower Parel, Mumbai - 400013 India

Tel.: + 91.22.2493 4001
+91.22.2499 2500
Fax: +91.22.2497 3704

CIN No.: L24202MH1920PLCOOO825

KANSAI PAINT CO., LTD.
6-14, IMABASHI 2-CHOME, CHUO-KU,
OSAKA, 541-8523 JAPAN
TEL. 06-6203-5014
FAX. 06-6201-1439

May 10, 2016

- | | |
|---|---|
| 1. The Secretary
The BSE
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai – 400 001 | 2. Manager – Listing
National Stock Exchange of India Ltd.
Exchange Plaza, Bandra – Kurla Complex,
Bandra (E), Mumbai – 400 051 |
|---|---|

BSE Scrip Code: 500165

NSE Scrip Code: KANSAINER

Subject: Disclosure under Regulation 29(2) SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (SEBI (SAST) Regulations, 2011).

Dear Sirs,

We, Kansai Paint Co. Ltd., are promoters of Kansai Nerolac Paints Ltd. (KNPL). We have purchased 1,37,08,705 equity shares in KNPL, which amounts to 2.54% of the total paid-up capital of Kansai Nerolac Paints Ltd. Prior to this acquisition of shares on the floor of the Stock Exchanges, we were holding 38,42,15,795 equity shares of the face value of Re. 1 each representing 71.29% of total paid up share capital of KNPL. Post this acquisition, we hold total of 39,79,24,500 equity shares representing 73.83% of the total paid-up share capital of KNPL.

Therefore, in terms of Regulation 29(2) read with Regulation 29(3) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, we are enclosing the disclosure in the prescribed format for the acquisition.

We are also disclosing it to KNPL as required under the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Kindly take the same on records.

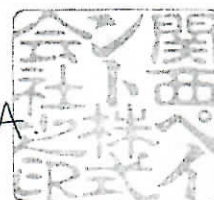
For **KANSAI PAINT CO. LTD.**


SHINJI ASATSUMA
MANAGING EXECUTIVE OFFICER

Encl.: As above
CC: The Company Secretary,
Kansai Nerolac Paints Limited, Mumbai, India.

Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Name of the Target Company	KANSAI NEROLAC PAINTS LTD.		
Name(s) of the Acquirer and Persons Acting in Concert (PAC) with the Acquirer	KANSAI PAINT CO., LTD.		
Whether the acquirer belongs to Promoter / Promoter group	YES.		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	1. BOMBAY STOCK EXCHANGE 2. NATIONAL STOCK EXCHANGE		
Details of the acquisition / disposal as follows	Number	% w.r.t total share/ voting capital whenever applicable(*)	% w.r.t. total diluted share/ voting capital of the TC(**)
Before the acquisition under consideration, holding of:			
a) Shares carrying voting rights	38,42,15,795	71.29%	71.29%
b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking /others)	NIL	NIL	NIL
c) Voting rights (VR) otherwise than by shares	NIL	NIL	NIL
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in TC (specify holding in each category)	NIL	NIL	NIL
e) Total (a+b+c+d)	38,42,15,795	71.29%	71.29%
Details of acquisition / sale	06-05-2016		
a) Shares carrying voting rights acquired/sold	1,37,08,705	2.54%	2.54%
b) VRs acquired/ sold otherwise than by shares	NIL	NIL	NIL
c) Warrants/ convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in TC (specify holding in each category) acquired/ sold.	NIL	NIL	NIL
d) Shares encumbered/invoked/released by the acquirer	NIL	NIL	NIL
e) Total (a+b+c+d)	1,37,08,705	2.54%	2.54%



After the acquisition under consideration, holding of:			
a) Shares carrying voting rights	39,79,24,500	73.83%	73.83%
b) Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking /others)	NIL	NIL	NIL
c) Voting rights (VR) otherwise than by shares	NIL	NIL	NIL
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in TC (specify holding in each category)	NIL	NIL	NIL
e) Total (a+b+c+d)	39,79,24,500	73.83%	73.83%
Mode of acquisition/sale (e.g. open market/off-market/ public issue/rights issue/ preferential allotment/ inter-se transfer etc.	Open Market Purchase		
Date of acquisition / sale of shares/ VR or date of receipt of intimation of allotment of shares, whichever is applicable	06-05-2016		
Equity share capital/ total voting capital of the TC before the said acquisition/ sale	53,89,19,720		
Equity share capital/ total voting capital of the TC after the said acquisition/ sale	53,89,19,720		
Total diluted share/ voting capital of the TC after the said acquisition	53,89,19,720		

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(**) Diluted share/ voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/ warrants into equity shares of the TC.

For **KANSAI PAINT CO. LTD.**


SHINJI ASATSUMA
MANAGING EXECUTIVE OFFICER
 (Signature of the acquirer)

Place: Osaka

Date: May 10, 2016