

21st April, 2017

The Corporate Relationship
Department
Bombay Stock Exchange
Limited,
1st Floor,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400001

The Listing Department
National Stock Exchange of
India Limited
Exchange Plaza, 5th 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

Dear Sirs,

Sub: Disclosure of Scheme of Amalgamation pursuant to Regulation 37 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 read with Notification No. SEBI/LAD/NRO/GN/2016-17/029 dated 15th February, 2017 and Circular No. CFD/DIL3/CIR/2017/21 dated 10th March, 2017 respectively

Ref: Company's letter dated 14th April, 2017

Further to our aforesaid letter dated 14th April, 2017 and in terms of the captioned Circulars and Regulation 37 of the SEBI (LODR) Regulations, 2015, we are filing the draft Scheme of Amalgamation of BJN Paints India Limited ("the Transferor Company"), a wholly owned subsidiary of Beepee Coatings Private Limited (wholly owned subsidiary of the Company) with the Company, with effect from 1st April, 2017 ("Appointed Date"), pursuant to Sections 230 and 232 of the Companies Act, 2013, for the purpose of disclosures.

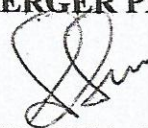
The Scheme is conditional upon and subject, inter alia, to sanction of the same by the Hon'ble National Company Law Tribunal ("NCLT").

The draft Scheme is enclosed as Annexure A.

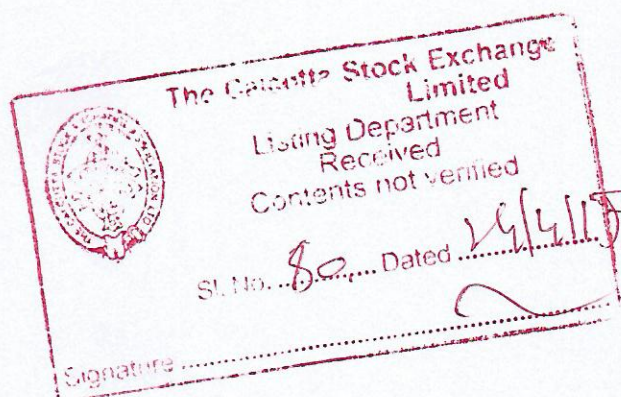
Thanking you

Yours faithfully,

For **BERGER PAINTS INDIA LIMITED**


ANIRUDDHA SEN
SR. VICE PRESIDENT &
COMPANY SECRETARY

Encl.: a/a





Date: 14th April, 2017

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Kolkata-700001

Dear Sirs,

Sub: Intimation of Scheme of Amalgamation pursuant to Regulation 30 and 37 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 read with Circular no. CIR/CFD/CMD/4/2015 dated 9th September, 2015 and Circular no. CFD/DIL3/CIR/2017/21 dated 10th March, 2017 respectively

In compliance with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR Regulations), this is to inform you that the Board of Directors of Berger Paints India Limited ("the Company") at its meeting held today, *inter alia*, approved the Scheme of Amalgamation of BJN Paints India Limited ("the Transferor Company"), a wholly owned subsidiary of Beepee Coatings Private Limited (a wholly owned subsidiary of the Company) with the Company with effect from 1st April, 2017 ("Appointed Date"), pursuant to Sections 230 and 232 of the Companies Act, 2013.

The Scheme is conditional upon and subject, *inter alia*, to sanction of the same by the Hon'ble National Company Law Tribunal ("NCLT").

It may also be noted that the Audit Committee of the Company at its meeting held today at 10 a.m. has also recommended the proposed Scheme for approval.

Enclosed, as Annexure A, is the information pursuant to Regulation 30 of the LODR Regulations read with Circular no. CIR/CFD/CMD/4/2015 dated 9th September, 2015.

Thanking You,

Yours Faithfully

For Berger Paints India Limited

Aniruddha Sen
Sr. Vice President & Company Secretary

encl: a/a

