

Date: 31.12.2025

To, The Department of Corporate Services, Listing Department BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001 Scrip Code: 509480	To, The Listing Department National Stock Exchange of 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
---	---	--

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 disposal of registered 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, Jenson & Nicholson (Asia) Limited, having office at Apex House, Grand Arcade, London, England, N12 0EH, 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 **Disposal of Registered 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.

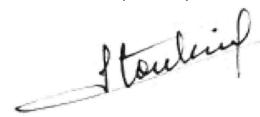
Please note that the aforementioned disposal of registered ownership of Subject Shares of the Target Company falls within the exemption provided under Regulation 10(1)(a)(iii) of the Takeover Regulations.

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.

JENSON & NICHOLSON (ASIA) LIMITED

Apex House , Grand Arcade , Tally Ho Corner , London , N12 0EH
Phone – 0203 802 7810, 0208 390 6861

Thanking You,
For Jenson & Nicholson (Asia) Limited



Jean Claude Loutreuil
Director

Date: 31.12.2025

Place: London

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

JENSON & NICHOLSON (ASIA) LIMITED

Apex House , Grand Arcade , Tally Ho Corner , London , N12 0EH
Phone – 0203 802 7810, 0208 390 6861

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 seller and Persons Acting in Concert (PAC) with the seller.	<p>Name of Seller – Jenson & Nicholson (Asia) Limited</p> <p>Name of PACs with the Seller –</p> <ul style="list-style-type: none"> i. KSD Family Trust ii. GBS Dhingra Family Trust iii. Kuldip Singh Dhingra iv. Gurbachan Singh Dhingra v. Vinu Dhingra vi. Meeta Dhingra vii. Kanwardip Singh Dhingra viii. Anshana Sawhney ix. Jessima Kumar x. Rishma Kaur xi. Sunaina Kohli xii. Dipti Dhingra xiii. Citland Commercial Credits Ltd xiv. Wang Investment And Finance Pvt Ltd xv. Bigg Investments And Finance Private Limited xvi. U K Paints (India) Private Limited 		
Whether the seller 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	<ul style="list-style-type: none"> ▪ 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 disposal under consideration, holding of seller:			
a) Shares carrying voting rights	16,87,88,138	14.48	14.48
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	-	-	-
c) Voting rights (VR) otherwise than by equity shares	-	-	-

JENSON & NICHOLSON (ASIA) LIMITED

Apex House , Grand Arcade , Tally Ho Corner , London , N12 0EH
Phone – 0203 802 7810, 0208 390 6861

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)	16,87,88,138	14.48	14.48
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	-	-	-
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)	-	-	-
Mode of acquisition /disposal (e.g. open market/ off-market/ public issue / rights issue / preferential allotment / inter-se transfer etc.)	Off-market disposal of registered 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>i.e.</i> , the entities incorporated under the laws of Jersey and U K Paints (India) Private Limited (Transferee Company) <i>i.e.</i> , an entity incorporated under the laws of India, duly sanctioned by the Jersey Financial Services 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		

JENSON & NICHOLSON (ASIA) LIMITED

Apex House , Grand Arcade , Tally Ho Corner , London , N12 0EH
Phone – 0203 802 7810, 0208 390 6861

	(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 Disposal: 29.12.2025
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.

Thanking You,
For **Jenson & Nicholson (Asia) Limited**



Jean Claude Loutreuil
Director

Date: 31.12.2025

Place: London