



Pavan Shah
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भारतीय प्रतिभूति
और विनियम बोर्ड
Securities and Exchange
Board of India

CFD/POLICYCELL/OW/5397/2013
March 04, 2013

Aniruddha Sen
Sr. Vice President and Company Secretary
Berger Paints India Limited
Berger House, 129,
Park Street,
Kolkata - 700017

Mr. K. Bulsara - list
Reg: 12/3/13

Dear Sir,

Sub: Proposal from Berger Paints India Limited ("Company") seeking relaxation from Offer for Sale through the Stock Exchange Mechanism ("OFS") for increasing public shareholding pursuant to SEBI circular No. CIR/CFD/DIL/11/2012 dated August 29, 2012

1. This is with reference to your letters dated February 06, 2013 and February 14, 2013 on the captioned subject.
2. In this regard, considering the facts of the case as stated in your letters, it has been decided to accede to your request for allowing the selling shareholders to divest up to 0.54% through the OFS route during the twelve weeks cool off period.
3. The acceptance of your request is under SEBI circular No. CIR/CFD/DIL/11/2012 dated August 29, 2012, solely for the purpose of achieving minimum level of public shareholding as required under Securities Contracts Regulations (Rules), 1957 and it shall not be treated as a precedent.
4. You are also advised to intimate the contents of this letter to the stock exchanges in accordance with clause 36 of Listing Agreement.



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अनुवर्ती :
Continuation:

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**Securities and Exchange
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5. Further, you are advised to comply with the requirement of minimum public shareholding as mandated under the Securities Contracts (Regulation) Rules, 1957 within the stipulated timeline and intimate SEBI of the same.
6. This letter is being issued with the approval of the competent authority.

Yours faithfully,

Pavan

Pavan Shah

Copy for information to:

1. **Religare Capital Markets Limited**
901, 9th Floor, Tower- 1,
Indiabulls Finance Centre,
Senapati Bapat Marg, Elphinstone Road,
Mumbai - 400013

✓ 2. **The Managing Director and CEO**
Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai - 400001

3. **The Managing Director**
National Stock Exchange of India Ltd.
Exchange Plaza, Bandra Kurla Complex
Bandra (E), Mumbai - 400051