

August 21, 2019

1. Corporate Relationship Department  
**BSE Limited,**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001.
2. Manager – Listing  
**National Stock Exchange of India Ltd.**  
Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex, Bandra (E),  
Mumbai - 400 051

**Sub.: Business Transfer Agreement between Nerofix Private Limited, Polygel Industries Private Limited (“Polygel”), Promoters of Polygel and Kansai Nerolac Paints Limited (“KNPL”)**

- Ref.: 1. Letter dated May 7, 2019 addressed by KNPL to the Stock Exchanges with respect to the Joint Venture Agreement between KNPL and Polygel (“said intimation”)**
- 2. Regulation 30 (read with Schedule III - Part A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**
- 3. Scrip Codes: BSE - 500165, NSE - KANSAINER**

Dear Sirs,

In furtherance of the aforesaid intimation dated May 7, 2019 with respect to the Joint Venture Agreement (“JVA”) between KNPL and Polygel, we wish to inform you that today i.e. on August 21, 2019, a Business Transfer Agreement (“BTA”) has been entered into by and between Nerofix Private Limited (incorporated in terms of the JVA, paid-up equity share capital of which is held by KNPL and Polygel in the ratio of 60:40), Polygel, Promoters of Polygel and KNPL.

Please note that in terms of the provisions of the BTA, the adhesives, construction chemicals and sealants business of Polygel would be transferred to Nerofix Private Limited, free from any Encumbrances (other than as specifically stated in the BTA) as a going concern on Slump Sale Basis in the manner defined under Section 2(42C) of the Income Tax Act, on the Closing Date (i.e. the day on which the transaction would be consummated), upon payment of the proposed transfer consideration of Rs. 20 Crores by Nerofix Private Limited, subject to such adjustments and satisfaction of the conditions precedent as may be required in terms of the provisions of the BTA.

The above is for your information and record.

For **KANSAI NEROLAC PAINTS LIMITED**

**G. T. GOVINDARAJAN**  
**COMPANY SECRETARY**

