Date: November 2, 2026

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort,
Mumbai - 400 001
E-mail: corp.relations@bseindia.com
Scrip Code: 500870

National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (East),
Mumbai - 400 051
Email: takeover@nse.co.in
Symbol: CASTROLIND

Castrol India Limited
Technopolis Knowledge Park, Mahakali Caves Road, Andheri (East), Mumbai - 400 093
E-mail: investorrelations.india@castrol.com

Dear Sir/Madam,

Sub: Disclosure under Regulation 29(1) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("SEBI (SAST) Regulations")

Motion JVCo Limited ("**Acquirer**") has completed the acquisition of 100% (one hundred percent) of the equity share capital of Castrol Group Holdings Limited ("**CGHL**") from BP p.l.c. ('**bp**") on October 30, 2026 ("**Underlying Transaction**"), in accordance with the agreement for sale and purchase dated December 23, 2025 between the Acquirer and bp (as amended and/or amended and restated from time to time).

CGHL holds 100% (one hundred percent) of the equity share capital of Castrol Limited. Castrol Limited is the promoter of Castrol India Limited ("**Target Company**") and holds 50,44,52,416 (fifty crore forty four lakh fifty two thousand four hundred and sixteen) equity shares constituting 51.00% (fifty one percent) of the equity share capital of the Target Company. Consequently, pursuant to completion of the Underlying Transaction, the Acquirer has indirectly acquired: (a) the right to direct the exercise by Castrol Limited of the voting rights attached to its 50,44,52,416 (fifty crore forty four lakh fifty two thousand four hundred and sixteen) equity shares in the Target Company (constituting 51.00% (fifty one percent) of the total voting rights); and (b) sole control over the Target Company.

In this regard, please find enclosed the disclosure in the prescribed format being made by the Acquirer in compliance with Regulation 29(1) of the SEBI (SAST) Regulations.

Request you to kindly take note of the disclosure and do the needful.

[*Signature page follows*]

For and on behalf of **Motion JVCo Limited**



Name: Judson Keel
Director

Place: London, UK
Date: November 2, 2026

Disclosure under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("SEBI (SAST) Regulations")

Part A - Details of the acquisition

Name of the Target Company (TC)	Castrol India Limited ("**Target Company**")		
Name(s) of the acquirer and persons acting in concert (PAC) with the acquirer	Motion JVCo Limited ("**Acquirer**") Stonepeak Motion Holdco Limited ("**PAC 1**") Stonepeak Infrastructure Fund V Cayman (AIV I) LP ("**PAC 2**") Stonepeak Infrastructure Fund V (Lux) (AIV I) SCSp ("**PAC 3**") CPP Investment Board Private Holdings (6) Inc. ("**PAC 4**") Castrol Limited ("**PAC 5**") (please refer to **Note 1** below)		
Whether the acquirer belongs to Promoter/Promoter group	The Acquirer has become a promoter of the Target Company pursuant to the Underlying Transaction. Please refer to **Note 2** below.		
Name(s) of the Stock Exchange(s) where the shares of TC are listed	BSE Limited and National Stock Exchange of India Limited		
Details of the acquisition 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 acquisition under consideration, holding of acquirer along with PACs of:			
a) Shares carrying voting rights			
Acquirer	Nil	Nil	Nil
PAC 1	Nil	Nil	Nil
PAC 2	Nil	Nil	Nil
PAC 3	Nil	Nil	Nil
PAC 4	Nil	Nil	Nil
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	Nil	Nil	Nil
c) Voting rights (VR) otherwise than by equity shares	Nil	Nil	Nil
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)	Nil	Nil	Nil
e) Total (a+b+c+d)	**Nil**	**Nil**	**Nil**
Details of acquisition			
a) Shares carrying voting rights acquired	50,44,52,416[(2)]	51.00%[(2)]	51.00%[(2)]
b) VRs acquired otherwise than by	Nil	Nil	Nil

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	Nil	Nil	Nil
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	Nil	Nil	Nil
a) Total (a+b+c+d)	**50,44,52,416**[2]	**51.00%**[2]	**51.00%**[2]
After the acquisition, holding of acquirer along with PACs of:			
a) Shares carrying voting rights			
Acquirer	Nil	Nil	Nil
PAC 1	Nil	Nil	Nil
PAC 2	Nil	Nil	Nil
PAC 3	Nil	Nil	Nil
PAC 4	Nil	Nil	Nil
PAC 5[1]	50,44,52,416	51.00%	51.00%
b) VRs otherwise than by equity shares	Nil	Nil	Nil
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) after acquisition	Nil	Nil	Nil
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	Nil	Nil	Nil
a) Total (a+b+c+d)	**50,44,52,416**	**51.00%**	**51.00%**
Mode of acquisition (e.g. open market/ public issue/ rights issue/ preferential allotment/ inter-se transfer/ encumbrance, etc.)	Please refer to **Note 2** below.		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	Please refer to **Note 2** below.		
Date of acquisition of/ date of receipt of intimation of allotment of shares/ VR/ warrants/ convertible securities/ any other instrument that entitles the acquirer to receive shares in the TC	October 30, 2026		

Equity share capital/ total voting capital of the TC before the said acquisition	98,91,22,384 equity shares of INR 5/- each, amounting to INR 494,56,11,920/-
Equity share capital/ total voting capital of the TC after the said acquisition	98,91,22,384 equity shares of INR 5/- each, amounting to INR 494,56,11,920/-
Total diluted share/ voting capital of the TC after the said acquisition	98,91,22,384 equity shares of INR 5/- each, amounting to INR 494,56,11,920/-

Notes:

(1) The Acquirer has completed the acquisition of 100% (one hundred percent) of the equity share capital of Castrol Group Holdings Limited ("**CGHL**") from BP p.l.c. ("**bp**") on October 30, 2026 ("**Underlying Transaction**"), in accordance with the agreement for sale and purchase dated December 23, 2025 between the Acquirer and bp (as amended and/or amended and restated from time to time). CGHL holds 100% (one hundred percent) of the equity share capital of PAC 5. Pursuant to completion of the Underlying Transaction, the Acquirer has indirectly acquired sole control of PAC 5 and, therefore, PAC 5 has been included as a person acting in concert with the Acquirer.

(2) PAC 5 is the promoter of the Target Company and holds 50,44,52,416 (fifty crore forty four lakh fifty two thousand four hundred and sixteen) equity shares constituting 51.00% (fifty one percent) of the equity share capital of the Target Company. Consequently, pursuant to completion of the Underlying Transaction, the Acquirer has indirectly acquired: (a) the right to direct the exercise by Castrol Limited of the voting rights attached to its 50,44,52,416 (fifty crore forty four lakh fifty two thousand four hundred and sixteen) equity shares of the Target Company (constituting 51.00% (fifty one percent) of the total voting rights); and (b) sole control over the Target Company.

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the stock exchanges under Clause 35 of the Listing Agreement or Regulation 31 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as on September 30, 2026.

(**) 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.

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For and on behalf of **Motion JVCo Limited**



Name: Judson Keel
Director

Place: London, UK
Date: November 2, 2026

Part-B (***)

Name of the Target Company: Castrol India Limited

Name(s) of the acquirer and the persons acting in concert (PAC) with the acquirer	**Whether the acquirer/ PAC belongs to promoter/ promoter group**	**PAN of the acquirer and/ or PACs**
Motion JVCo Limited	Promoter	Not available
Stonepeak Motion Holdco Limited	Holding company of Motion JVCo	Not available
Stonepeak Infrastructure Fund V Cayman (AIV I) LP	No	Not available
Stonepeak Infrastructure Fund V (Lux) (AIV I) SCSp	No	Not available
CPP Investment Board Private Holdings (6) Inc.	No	Not available
Castrol Limited	Promoter	

(***) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.

[*Signature page follows*]

For and on behalf of **Motion JVCo Limited**

Name: Judson Keel
Director

Place: London, UK
Date: November 2, 2026