

# BOSCH LIMITED

CIN: L85110KA1951PLC000761

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## POST BUYBACK PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS / BENEFICIAL OWNERS OF EQUITY SHARES OF BOSCH LIMITED

This public announcement ("Post Buyback Public Announcement") is being made pursuant to Regulation 19(7) of the Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1998 for the time being in force including any statutory modifications and amendments thereto from time to time ("Buyback Regulations"). This Post Buyback Public Announcement should be read in conjunction with the public announcement dated August 24, 2016 and the letter of offer dated September 26, 2016 ("LOF"). Capitalized terms used but not defined in this Post Buyback Public Announcement shall have the same meaning as assigned to them in the LOF.

### 1. The Buyback

1.1 Bosch Limited ("Company") has announced a buyback of 878,160 (Eight Hundred Seventy Eight Thousand One Hundred and Sixty Only) fully paid-up equity shares of face value of Rs. 10 each ("Equity Shares") of the Company ("Buyback") at a price of Rs. 23,000 (Rupees Twenty Three Thousand Only) per Equity Share, payable in cash, for an aggregate amount of Rs. 20,197,680,000 (Rupees Twenty Thousand One Hundred and Ninety Seven Million and Six Hundred and Eighty Thousand Only) ("Buyback Offer Size") excluding the transaction costs viz. brokerage, applicable taxes such as securities transaction tax, service tax, stamp duty, etc. from all the existing shareholders / beneficial owners of Equity Shares, on a proportionate basis, through the tender offer route.

1.2 The Buyback Offer Size constituted 24.99% of the total fully paid-up share capital and free reserves as per the audited standalone accounts of the Company for the financial year ended March 31, 2016. The number of Equity Shares bought back constituted 2.796% of the pre-Buyback equity share capital of the Company.

1.3 The Company adopted the tender offer route for the purpose of Buyback. The Buyback was implemented using the "Mechanism for acquisition of shares through Stock Exchange" notified by the Securities and Exchange Board of India vide its circular CIR / CFD / POLICYCELL / 1 / 2015 dated April 13, 2015.

1.4 The Buyback opened on October 06, 2016 and closed on October 21, 2016.

### 2. Details of the Buyback

2.1. The total number of Equity Shares bought back pursuant to the Buyback was 878,160 Equity Shares at a price of Rs. 23,000 per Equity Share.

2.2. The total amount utilized in the Buyback was Rs. 20,197,680,000 (excluding the transaction costs viz. brokerage, applicable taxes such as securities transaction tax, service tax, stamp duty, etc.).

2.3. The Registrar to the Buyback, Karvy Computershare Private Limited, considered a total of 539 valid bids for 22,595,541 Equity Shares in response to the Buyback, which is approximately 25.7 times the maximum number of Equity Shares proposed to be bought back. The details of valid applications considered by the Registrar to the Buyback are set out below.

Category of Shareholders	No. of Equity Shares Reserved in Buyback	No. of Valid Bids	Total No. of Equity Shares Tendered	% Response
Reserved category for Small Shareholders	82,680	348	1,748	2.1%
General category of other Eligible Shareholders	795,480	191	22,593,793	2,840.3%
<b>Total</b>	<b>878,160</b>	<b>539</b>	<b>22,595,541</b>	<b>2,573.1%</b>

2.4. All valid applications were considered for the purpose of Acceptance in accordance with the Buyback Regulations and the LOF. The communication of acceptance or rejection has been dispatched by the Registrar to the Buyback to the relevant Eligible Shareholders by October 28, 2016.

2.5. The settlement of all valid bids was completed by the Clearing Corporation of the BSE Limited on October 28, 2016. The funds in respect of accepted Equity Shares were paid out to the respective Shareholder Brokers / custodians.

2.6. Demat Equity Shares accepted under the Buyback were transferred to the Company's demat escrow account on October 28, 2016. The unaccepted dematerialized Equity Shares were returned to respective Shareholder Brokers / custodians by the Clearing Corporation of BSE Limited on October 28, 2016. The Equity Share certificates of unaccepted Equity Shares tendered in physical form were dispatched by registered post to the relevant Eligible Shareholders on October 28, 2016.

2.7. The extinguishment of 878,160 Equity Shares accepted under the Buyback i.e. (i) 878,079 Equity Shares in dematerialized form, and (ii) 81 Equity Shares in physical form, is currently under process and will be completed in accordance with the Buyback Regulations on or before November 04, 2016.

### 3. Capital Structure and Shareholding Pattern

3.1. The capital structure of the Company before and after the completion of the Buyback is set out below.

Particulars	Pre-Buyback		Post-Buyback*	
	Number of Equity Shares	Aggregate Value at Face Value of Rs. 10 Each (in Rs.)	Number of Equity Shares	Aggregate Value at Face Value of Rs. 10 Each (in Rs.)
Authorized Share Capital	38,051,460 Equity Shares	Rs. 380,514,600	38,051,460 Equity Shares	Rs. 380,514,600
Issued, Subscribed and Paid-up Capital	31,398,900 Equity Shares	Rs. 313,989,000	30,520,740 Equity Shares	Rs. 305,207,400

\* Subject to extinguishment of 878,160 Equity Shares.

3.2. Details of Eligible Shareholders from whom Equity Shares exceeding 1% (of the total Equity Shares bought back under the Buyback) are as mentioned below.

Sr. No.	Name	Number of Equity Shares Accepted under the Buyback	Equity Shares Accepted as a % of Total Equity Shares Bought Back	Equity Shares Accepted as a % of Total Post-Buyback Equity Shares
1.	Robert Bosch GmbH	836,715	95.3%	2.7%

3.3. The shareholding pattern of the Company before and after the completion of the Buyback is set out below.

Category	Pre-Buyback*		Post-Buyback#	
	Number of Equity Shares	% of Shareholding	Number of Equity Shares	% of Shareholding
Promoter – Robert Bosch GmbH	22,349,420	71.18	21,512,705	70.49
Foreign Investors (including Non Resident Indian / FIIs / FPIs / Foreign Nationals / OCBs)	2,557,085	8.14	9,008,035	29.51
Financial Institutions / Banks / NBFCs and Mutual Funds	3,676,298	11.71		
Others (Public, Bodies Corporate, Clearing Members, Trust, and HUF)	2,816,097	8.97		
<b>Total</b>	<b>31,398,900</b>	<b>100.00</b>	<b>30,520,740</b>	<b>100.00</b>

\* As on the Record Date. # Subject to extinguishment of 878,160 Equity Shares.

### 4. Manager to the Buyback



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**Contact Person:** Rahul Roy  
**E-mail:** bosch.buybackoffer@citi.com  
**SEBI Registration Number:** INM000010718

### 5. Directors' Responsibility

As per Regulation 19(1)(a) of the Buyback Regulations, the Board of Directors of the Company accepts full and final responsibility for the information contained in this Post Buyback Public Announcement and confirms that this Post Buyback Public Announcement or any other information advertisement, circular, brochure, publicity material which may be issued and confirms that such document contains true, factual and material information and does not contain any misleading information.

### For and behalf of the Board of Directors of Bosch Limited

S. Karthik  
Company Secretary  
Membership Number: A6768

Date: October 28, 2016  
Place: Bengaluru



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Invented for life