

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 24(vi) of the Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 for the time being in force ("Buyback Regulations"). This Post Buyback Public Announcement should be read in conjunction with the public announcement dated December 10, 2018, corrigendum to the public announcement dated January 28, 2019 and the letter of offer dated January 28, 2019 ("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") had announced a buyback of 10,27,100 (Ten Lakh Twenty Seven Thousand and One Hundred Only) fully paid-up equity shares of face value of Rs. 10 each ("Equity Shares") of the Company ("Buyback") at a price of Rs. 21,000 (Rupees Twenty One Thousand Only) per Equity Share, payable in cash, for an aggregate amount of Rs. 21,56,91,00,000 (Rupees Two Thousand One Hundred Fifty Six Crores Ninety One Lakh 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 method.
- 1.2 The Buyback Offer Size constituted 24.973% and 24.999% of the total fully paid-up share capital and free reserves as per the audited standalone and consolidated accounts of the Company for the financial year ended March 31, 2018 respectively. The number of Equity Shares bought back constituted 3.365% of the pre-Buyback equity share capital of the Company.
- 1.3 The Company adopted the tender offer method 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 read with circular no CFD/DCR2/CIR/P/2016/131 dated December 09, 2016.
- 1.4 The Buyback opened on February 06, 2019 and closed on February 20, 2019.

2. Details of the Buyback

- 2.1 The total number of Equity Shares bought back pursuant to the Buyback was 10,27,100 (Ten Lakh Twenty Seven Thousand and One Hundred Only) Equity Shares at a price of Rs. 21,000 (Rupees Twenty One Thousand Only) per Equity Share.
- 2.2 The total amount utilized in the Buyback was Rs. 21,56,91,00,000 (Rupees Two Thousand One Hundred Fifty Six Crores Ninety One Lakh Only) 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 Fintech Private Limited, considered a total of 47,275 valid bids for 2,28,42,175 Equity Shares in response to the Buyback, which is approximately 22.24 times the maximum number of Equity Shares proposed to be bought back. The details of valid bids received / 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 Validly Tendered	% Response
Reserved category for Small Shareholders	1,54,065	42,852	1,88,777	122.53%
General category of other Eligible Shareholders	8,73,035	4,423	2,26,53,398	2,594.79%
Total	10,27,100	47,275	2,28,42,175	2,223.95%

- 2.4 All valid bids were considered for the purpose of Acceptance in accordance with the Buyback Regulations and the LOF. The communication of acceptance / rejection will be dispatched by the Registrar to the Buyback to the relevant Eligible Shareholders on or before February 26, 2019.
- 2.5 The settlement of all valid bids was completed by the Indian Clearing Corporation Limited ("Clearing Corporation") on Monday, February 25, 2019. Clearing Corporation has made direct funds payout to Eligible Shareholders whose shares have been accepted under the Buyback. If shareholders' bank account details were not available or if the fund transfer instruction were rejected by Reserve Bank of India/relevant bank, due to any reason, then such funds were transferred to the concerned Shareholder Brokers / custodians for onward transfer to their respective shareholders.
- 2.6 Demat Equity Shares accepted under the Buyback were transferred to the Company's demat escrow account on Monday, February 25, 2019. The unaccepted dematerialized Equity Shares were returned to respective Seller Member / custodians by the Clearing Corporation on Monday, February 25, 2019. There were no physical shares tendered in the Buyback.
- 2.7 The extinguishment of 10,27,100 Equity Shares accepted under the Buyback, in dematerialized form, is currently under process and will be completed in accordance with the Buyback Regulations on or before March 04, 2019.

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	3,80,51,460 Equity Shares	Rs. 38,05,14,600	3,80,51,460 Equity Shares	Rs. 38,05,14,600
Issued, Subscribed and Paid-up Capital	3,05,20,740 Equity Shares	Rs. 30,52,07,400	2,94,93,640 Equity Shares	Rs. 29,49,36,400

* Subject to extinguishment of 10,27,100 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	7,07,481	68.88%	2.40%
2.	The New India Assurance Company Limited	23,569	2.29%	0.08%
3.	General Insurance Corporation of India	23,500	2.29%	0.08%
4.	Life Insurance Corporation of India	21,140	2.06%	0.07%
5.	United India Insurance Company Limited	10,889	1.06%	0.04%

- 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	2,10,58,705	69.00%	2,03,51,224	69.00%
Robert Bosch Engineering and Business Solutions Private Limited	4,54,000	1.49%	4,54,000	1.54%
Foreign Investors (including Non Resident Indians/FIIs/FPIs/Foreign Nationals/OCBs)	23,10,998	7.57%	86,88,416	29.46%
Financial Institutions / Banks / NBFCs and Mutual Funds	40,05,560	13.12%		
Others (Public, Bodies Corporate, Clearing Members, Trust, and HUF)	26,91,477	8.82%		
Total	3,05,20,740	100.00%	2,94,93,640	100.00%

* As on the Record Date i.e. December 21, 2018.

* Subject to extinguishment of 10,27,100 Equity Shares.

4. Manager to the Buyback



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SEBI Registration Number: INM000010718

5. Directors' Responsibility

As per Regulation 24(i)(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 on behalf of the Board of Directors of
BOSCH LIMITED

Sd/-
Soumitra Bhattacharya
 Managing Director
 DIN: 02783243

Sd/-
S.C. Srinivasan
 Executive Director and CFO
 DIN: 02327433

Sd/-
Rajesh Parte
 Company Secretary and Compliance Officer
 Membership No.: A10700