



**BOSCH**

Corporate Relationship Department  
BSE Limited  
1<sup>st</sup> Floor, New Trading Ring  
Rotunda Building  
Phiroze Jeejeebhoy Towers  
Dalal Street, Fort  
Mumbai – 400 001  
Scrip code:500530

The Manager  
Listing Department  
National Stock Exchange of India Ltd.  
Exchange Plaza, C-1, Block G  
Bandra-Kurla Complex  
Bandra (E)  
Mumbai – 400 051  
Scrip code: BOSCHLTD

Bosch Limited  
Post Box No:3000  
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Bangalore-560030  
Karnataka, India  
Tel +91 80 67521750  
  
www.boschindia.com  
L85110KA1951PLC000761

24.11.2020

Dear Sir/Madam,

**Subject: Compliance under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)**

**Ref: Clarification on Postal Ballot Notice dated 06.11.2020**

In continuation to the Company’s letter dated November 11, 2020 with respect to Notice of Postal Ballot dated November 06,2020, we wish to inform you that subsequent to the issuance of the Postal Ballot notice, the Company has received feedback from some of Shareholders including Proxy Advisor seeking clarification on the validity of the Special Resolution and some more information relating to resolution set out in the notice with regard to seeking approval of the Members for granting loans to the Borrowing Companies in which directors of the Company are interested, occupying the position of director on the Board of the borrowing companies.

Considering the feedback received as mentioned above, we wish to give the following information to all the Shareholders to bring more clarity on the special resolution proposed for approval of the Shareholders by way of Postal Ballot:

1. The approval granted by the Shareholders to the Special Resolution under section 185 of the Companies Act, 2013 shall be treated as valid for a period of 5 years only from the date of declaration of the results of the Postal Ballot.
2. The Note explaining the rationale and other conditions for providing loans to the Borrowing Companies is attached for your information.

Kindly take the same on record.

Thanking you,

**Yours faithfully,  
for Bosch Limited,**

**(Rajesh Parte)  
Company Secretary & Compliance Officer**



Enclosed: as above

### Note explaining the rationale

- **Bosch** a leading provider of technology and services in the areas of Mobility solutions, Industrial Technology, Consumer Goods, Energy and Building Technology, has had a presence in India since 1922. As of 2020, the Bosch Group operates in the country through 14 companies.
- Through these borrowing companies, Bosch Ltd is oriented towards the future with a holistic approach that provides our customers in the automotive industry solutions that will make vehicles accident free, stress free and emission free.
- Bosch Limited proposes to give loans to the extent of INR 1500 Crore to the borrowing Companies where there are common directors. All the borrowing companies are engaged in Mobility business, delivery of engineering and technology solutions in India. They are strategic to Bosch Limited and Robert Bosch GmbH and support in delivering the array of products and solutions provided by Bosch Limited.
- The proposed resolution is to get an “in principle” approval of the Shareholders for giving loans to these borrowing companies. The actual amount of loan shall be backed by an unconditional and irrevocable guarantee from Robert Bosch GmbH. The global long-term credit rating for Bosch GmbH is A+ (S&P).
- We are also ensuring that the net debt/equity of the borrowing company is being capped at 2.5:1 and that borrower has not defaulted in the past.
- The aggregate amount of loan of Rs. 1500 cr is less than 25% of the **total cash plus current assets (less than 1 year)** of Bosch Limited as on October 31, 2020.
- Process of determining the interest rate: The Company will take quotes from two banks for similar tenor loans. The Rate of Interest to borrowing companies will be at or above the highest Rate of Interest quoted.
- These loans will be given for a period of 1 Year or earlier and will be rolled over on a need basis on mutually acceptable terms.

