## PUBLIC SECTOR IS YOURS - HELP US TO HELP YOU.

### ANNOUNCEMENT FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS OF

## INDIA LIMITED

(Formerly known as Ceekay Dalkin Limited)
(Registered Office: Plot No. L-4, MIDC Industrial Area, Chikalthana, Aurangabad - 431 210, Maharashtra, India) Tel: +91-240-2483341; Fax; +91-240-2484403; Email: ckd@exedyindia.in; Website: www.exedyindia.in

Further to the public announcement made on December 6, 2011 (the "PA" or the "Public Announcement") and post offer public announcement made on February 10, 2012 (the "Post Offer PA") by EXEDY Corporation (the "Acquirer" or "EXEDY Corp") to the Public Shareholders of EXEDY India Limited (the "Company" or "EIL") in respect of the proposed acquisition and consequent delisting of the fully paid-up equity shares of the Company in accordance with Regulation 10 and other applicable provisions of the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 (the "Delisting Regulations") (hereinafter referred to as the "Delisting Offer" or the "Offer"), this announcement is being made to the Public Shareholders in accordance with Regulation 21 and other applicable provisions of the Delisting Regulations and paragraph 20.9 of the Public Announcement (this offer is hereinafter referred to as the "Exit Offer" and this announcement, as the "Exit Period PA").

Capitalized terms used but not defined in this Advertisement shall have the same meaning assigned to them as in the Public. Announcement or as defined below.

#### 1. INTIMATION OF DATE OF DELISTING

Pursuant to the Delisting Offer made by the Acquirer to the public shareholders of the Company, the Acquirer has accepted the exit price of ₹ 350 per Share (the "Exit Price") and consequent to acquisition of Shares under the Offer, the Promoters of the Company currently hold 97.21% Shares of the Company. The Company applied to the Bombay Stock Exchange Limited ("BSE") on February 21, 2012 to delist Shares of the Company from the BSE. BSE vide its notice no. 20120329-15 dated March 29, 2012 has communicated that trading in the Shares of the Company has discontinued with effect from April 4, 2012 and the Shares of the Company will be delisted from BSE's records with effect from April 16, 2012 (the "Date of Delisting").

#### **OUTSTANDING EQUITY SHARES AFTER DELISTING**

In accordance with Regulation 21(1) of the Delisting Regulations, and as announced earlier in the Post Offer PA, the remaining Public Shareholders of the Company who did not or were not able to participate in the Reverse Book Building (RBB) process or who unsuccessfully tendered their Shares in RBB process will be able to offer their Shares to the Acquirer at the Exit Price for a period of one year starting from the Date of Delisting i.e., from April 16, 2012 to April 15, 2013 (the "Exit Period"). The exit offer letter (the "Exit Offer Letter") in this regard shall be provided to the remaining Public Shareholders whose name appears in the register of members of the Company as on April 6, 2012 ("Residual Shareholders"). Procedure for the Residual Shareholders to tender their Shares in the Exit Offer has been set out in detail in the Exit Offer Letter. In the event of any Residual Shareholder not receiving, or misplacing their Exit Offer Letter, such Residual Shareholder may obtain a copy by writing to the Registrar to the Offer, clearly marking the envelope "EXEDY INDIA LIMITED - EXIT OFFER".

#### **PAYMENT OF CONSIDERATION TO RESIDUAL SHAREHOLDERS**

Subject to any regulatory approvals as may be required, the Acquirer intends to make payments to the Residual Shareholders (who have validly tendered their Shares during the Exit Period) on a monthly basis. Residual Shareholders who have validly tendered their Shares within the last day of a month, shall be paid within 10 working days of the immediately subsequent calendar month. For Shares tendered in the month of April 2013, payments will be made within 10 working days of the end of the Exit Period. Residual Shareholders who desire to avail the Exit Offer should ensure that they validly tender their Shares on or before the last date of the Exit Period i.e. April 15, 2013. It is hereby clarified that the Acquirer is under no obligation to acquire any Shares from the Residual Shareholders on expiry of the Exit Period.

The Acquirer will inform the shareholders of any changes to the information provided in the Exit Period PA and/or the Exit Offer Letter, if any, by way of corrigenda to the Exit Period PA. All queries may be directed to the Registrar to the Offer or the Manager to the Offer.

# MANAGER TO THE OFFER **AMBIT**

## AMBIT CORPORATE FINANCE PRIVATE LIMITED

Ambit House, 449, Senapati Bapat Marg,

Lower Parel, Mumbai - 400 013 India

Contact Person: Mr. Sundeep Parate/Mr. Praveen Kurnar Sangal

Tel: +91-22-39821819; Fax: +91-22-39823020

E-mail: eildelisting@ambitpte.com

## REGISTRAR TO THE OFFER

LINK INTIME

## LINK INTIME INDIA PRIVATE LIMITED

C-13. Pannalal Silk Mills Compound, L.B.S Marg.

Bhandup (West), Mumbai - 400 078 India

Contact Person: Mr. Pravin Kasare

Tel: +91-22-25967878; Fax: +91-22-25960329 Email: eil.delisting@linkintime.co.in

Signed on behalf of EXEDY Corporation

Mr. Haruo Shimizu

President, Chief Executive Officer and Director

Date : April 5, 2012 Place: Osaka, Japan Mr. Hisayasu Masaoka

Director and Senior Executive Managing Officer











