

June 17, 2020

DGM- Corporate Relations  
BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai 400 001  
**Scrip Code: 500210**

The Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza, Plot Number C-1  
Block G, Bandra- Kurla Complex  
Bandra (East), Mumbai- 400 051  
**Scrip Symbol: INGERRAND EQ**

Dear Sir/ Madam

**Sub: Intimation of receipt of request for reclassification from 'Promoter and Promoter Group' category under Regulation 31A of SEBI (Listing Obligations Disclosure Requirements) Regulations, 2015 ("Listing Regulations")**

In accordance with Regulation 31A(8) of the Listing Regulations, we hereby inform you that we are in receipt of a letter dated June 16, 2020 received at 12:12 am on June 17, 2020 whereby Trane Technologies Company LLC (formerly known as Ingersoll – Rand Company) has requested that it be re-classified from the 'Promoter and Promoter Group' category to the 'Public' category of shareholders of the Company, under the provisions of the Listing Regulations ("**Request**"). As on the date of the Request, Trane Technologies Company LLC does not hold any equity shares in the Company.

The Request has been received from Trane Technologies Company LLC currently categorized under the heading "Promoter and Promoter Group" category of the Company holding NIL equity shares. A copy of the Request is enclosed with this intimation.

The Request will be considered by the board of directors of the Company and all appropriate approvals will be sought by the Company as set out in Regulation 31A of the Listing Regulations.

We request you to treat this as our intimation of material event in accordance with Regulation 31A(8) of the Listing Regulations. You are requested to take note of the same in your records for the purpose of further dissemination.

Thanking you

Yours truly  
For **Ingersoll – Rand (India) Limited**



**P. R. Shubhakar**  
**General Manager – Corp. Finance & Company Secretary**

Encl.: Copy of the request letter dated 16 June 2020



June 16, 2020

To  
The Board of Directors  
Ingersoll-Rand (India) Limited  
1 floor, Subrahmanya Arcade  
No. 12/1, Bannerghatta Road  
Bengaluru, Karnataka 560 029

**Sub.: Request for re-classification as a public shareholder of Ingersoll-Rand (India) Limited ("Company") in accordance with regulation 31A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")**

Dear Board members,


1. On April 30, 2019, Gardner Denver Holdings, Inc. (currently known as Ingersoll Rand Inc., the "Acquirer") announced that it had entered into the 'Agreement and Plan of Merger' ("Merger Agreement"), with Ingersoll-Rand plc (currently known as Trane Technologies plc, "Trane"), Ingersoll-Rand U.S. HoldCo, Inc. ("IR US HoldCo") and Charm Merger Sub Inc. (an erstwhile wholly owned subsidiary of the Acquirer), in order to inter alia acquire the industrial business segment of Trane ("Global Transaction").
2. Pursuant to the terms of the Merger Agreement and in order to facilitate the transfer of the Trane group's industrial business to the Acquirer, amongst other steps, the Trane group restructured the holding and legal organization of its global industrial business across various jurisdictions to separate and consolidate the same under IR US HoldCo ("Internal Restructuring"). The Global Transaction was completed on February 29, 2020.
3. As part of the Internal Restructuring and to give effect to the Global Transaction, Ingersoll-Rand Company (currently known as Trane Technologies Company LLC, "Trane Technologies LLC") transferred 23,360,000 equity shares of the Company (such equity shares, the "Equity Shares") constituting 74% of the Company's share capital to Ingersoll-Rand Industrial U.S Inc. ("IR New Industrial"), by way of a block trade executed on the National Stock Exchange of India Limited ("NSE" and such block trade, the "Block Trade") on November 20, 2019. Necessary intimations have been filed with NSE, the BSE Limited ("BSE") and the Securities and Exchange Board of India in connection with the Block Trade.
4. Consequent to the consummation of the Block Trade, IR New Industrial has become the holding company of the Company in accordance with Section 2(46) of the Companies Act, 2013.
5. Consummation of the Global Transaction marked the completion of the indirect acquisition of the Company by the Acquirer. Upon the completion of the Global Transaction, Trane Technologies LLC continues to be part of the group of companies held by Trane, while IR New Industrial continues to be part of the group of companies held by the Acquirer. While filing disclosures with NSE and BSE

(collectively, the "Stock Exchanges") as part of the quarterly shareholding pattern submissions, the Company lists Trane Technologies LLC under the category of "Promoter and Promoter Group" of the Company holding NIL Equity Shares.

6. Subsequent to the consummation of the Global Transaction, Trane Technologies LLC submits that as on the date of this letter, it is not associated with the business of the Company in any manner whatsoever and does not exercise any control over the Company, directly or indirectly, or have any influence over the business and policy decisions made by the Company. Further, Trane Technologies LLC is not involved in the day-to-day activities of the Company. Accordingly, Trane Technologies LLC requests that it may be reclassified from the 'Promoter and Promoter Group' category to the 'Public' category of shareholders of the Company.
7. It is hereby confirmed that Trane Technologies LLC is eligible for such reclassification as a 'public' shareholder and satisfies the conditions set out in Regulation 31A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). In accordance with Regulation 31A(3)(b), of the Listing Regulations, Trane Technologies LLC confirms that Trane Technologies LLC and the persons related to it (as defined by sub-clause (ii), (iii) and (iv) of sub-clause (pp) of sub-regulation (1) of Regulation 2 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018):
  - a. together, do not hold any voting rights of Company;
  - b. do not exercise control over the affairs of the Company, whether directly or indirectly;
  - c. do not have any special rights with respect to the Company through formal or informal arrangements, including through any shareholder agreements;
  - d. are not represented in any capacity on the board of directors of the Company (including through any nominee director);
  - e. are not acting as key managerial persons in the Company;
  - f. are not 'wilful defaulters' as per the Reserve Bank of India guidelines; and
  - g. are not fugitive economic offenders.
8. It is hereby confirmed that Trane Technologies LLC will continue to comply with the conditions mentioned at point numbers (a), (b), (c) in 7 above at all the times and conditions mentioned at point numbers (d) and (e) in 7 above for a period of three years from date of re-classification, failing which it shall be automatically be re-classified as promoter / person belonging to promoter group. We would request you to kindly the initiate the process for reclassification in accordance with Regulation 31A of the Listing Regulations.

Yours sincerely,

For Trane Technologies Company LLC

  
Evan M. Turtz  
Authorised Signatory

Annexure A

Persons Seeking Reclassification

#	Shareholder	Number of Equity Shares	Percentage of Equity Share Capital
1.	Ingersoll-Rand Company (Currently known as Trane Technologies Company LLC)	0	0