

1402, 14th Floor,
First International Financial Centre
G-Block, Bandra-Kurla Complex,
Bandra (East), Mumbai - 400 098.

T +91 22 6175 9999
F +91 22 6175 9961



June 16, 2020

To,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

National Stock Exchange of India Ltd
Exchange Plaza, C-1, Block G
Bandra Kurla Complex,
Bandra (E)
Mumbai – 400 051

Dear Sir/Madam,

Sub: Dispatch advertisement (“Advertisement”) for open offer (“Offer”) for acquisition of up to 8,207,680 Equity Shares from shareholders of Ingersoll-Rand (India) Limited (“Target”) by Ingersoll Rand Inc. (earlier named as Gardner Denver Holdings, Inc.) (the “Acquirer”) along with Ingersoll-Rand U.S. HoldCo, Inc. (the “PAC 1”) and Ingersoll-Rand Industrial U.S., Inc. (the “PAC 2”, and together with the PAC 1, the “PACs”), in their capacity as persons acting in concert with the Acquirer, pursuant to and in compliance with Regulation 3, 4 and 5(1) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations 2011, as amended (“Takeover Regulations”).

With respect to the captioned matter and in terms of the SEBI Circular No. SEBI/CIR/CFD/DCR1/CIR/P/2020/83 dated May 14, 2020 please find enclosed a copy of the Advertisement dated June 15, 2020 and published on June 16, 2020.

We request you to kindly upload the same on your website at the earliest.

With regards,

For Citigroup Global Markets India Private Limited

By: _____
Anshul Gupta
Managing Director

A handwritten signature in blue ink, appearing to be "Anshul Gupta", written over a horizontal line.

Authorised Signatory

Encl: as above

Citigroup Global Markets India Private Limited
(Regd. Off. 1202, 12th Floor, First International Financial Centre,
G Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400 098.)
Corporate Identity Number (CIN) U99999MH2000PTC126657

FOR THE ATTENTION OF THE PUBLIC SHAREHOLDERS OF

INGERSOLL-RAND (INDIA) LIMITED ("TARGET COMPANY")

Registered Office: First Floor, Subramanya Arcade, No. 12/1, Bannerghatta Road, Bengaluru 560 029;
Tel: +91 80 4685 5100; Fax: +91 80 4169 4399; Website: <https://www.irco.com>

OPEN OFFER FOR ACQUISITION OF UP TO 8,207,680 (EIGHT MILLION TWO HUNDRED SEVEN THOUSAND SIX HUNDRED EIGHTY) FULLY PAID UP EQUITY SHARES OF FACE VALUE OF INR 10 (INDIAN RUPEES TEN) EACH, REPRESENTING 26% OF THE FULLY DILUTED VOTING EQUITY SHARE CAPITAL OF THE TARGET COMPANY FROM THE PUBLIC SHAREHOLDERS OF THE TARGET COMPANY BY INGERSOLL RAND INC. (EARLIER NAMED AS GARDNER DENVER HOLDINGS, INC.) ("ACQUIRER") ALONG WITH INGERSOLL-RAND U.S. HOLDCO, INC. ("PAC 1") AND INGERSOLL-RAND INDUSTRIAL U.S., INC. ("PAC 2"), AND TOGETHER WITH PAC 1, "PACS", IN THEIR CAPACITY AS PERSONS ACTING IN CONCERT WITH THE ACQUIRER ("OFFER").

This advertisement ("Advertisement") is being issued by Citigroup Global Markets India Private Limited ("Manager to the Open Offer"), for and on behalf of the Acquirer and the PACs, pursuant to and in compliance with the SEBI circular bearing number SEBI/CIR/CFD/DCR1/CIR/P/2020/83 dated May 14, 2020 ("Relaxation Circular") to supplement:

- the public announcement in connection with the Offer, made by the Manager to the Open Offer on behalf of the Acquirer and PACs, to NSE and BSE on May 7, 2019 ("Public Announcement");
- the detailed public statement in connection with the Offer, published on March 6, 2020 in the following newspapers: Financial Express (English, all editions), Jansatta (Hindi, all editions), Vishwavani (Kannada, Bangalore edition) and Navshakti (Marathi, Mumbai edition) ("DPS"); and
- the letter of offer dated June 15, 2020, in connection with the Offer ("LoF").

Capitalised terms used in this Advertisement and not defined herein, shall have the same meaning as ascribed to such terms in the LoF.

1. COMPLETION OF DISPATCH

In terms of the Relaxation Circular and in light of the COVID-19 situation, the LoF has been electronically dispatched to all the Public Shareholders holding Equity Shares as on Identified Date and who have registered their email ids with the Depositories and/or the Target Company. There would be no physical dispatch of the LoF to the Public Shareholders, in accordance with the Relaxation Circular.

2. AVAILABILITY OF LETTER OF OFFER

- The LoF along with the Form of Acceptance-cum-Acknowledgement will be available on the respective websites of SEBI (<https://www.sebi.gov.in/>), the Target Company (<https://www.irco.com>), the Manager to the Open Offer (<https://www.online.citibank.co.in/rhtm/citigroupglobalscreen1.htm>) and the Registrar to the Offer (www.linkintime.co.in), in addition to the websites of BSE (www.bseindia.com) and NSE (www.nseindia.com).
- The Public Shareholders can also contact the following persons for receiving a soft copy of the LoF and the Form of Acceptance-cum-Acknowledgement:

Citigroup Global Markets India Private Limited

Address: 1202, 12th Floor, First International Financial Centre, G-Block, Bandra-Kurla Complex, Bandra East, Mumbai - 400098, Maharashtra, India
Tel: +91-22-61759999; Fax: +91-22-61759898

Contact Person: Mr. Dheeraj Janakiraman; Email: ingersollrand.openoffer@cti.com

Website: <https://www.online.citibank.co.in/rhtm/citigroupglobalscreen1.htm>

Link Intime India Private Limited

Address: C 101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai - 400083, Maharashtra, India
Tel: + 91 22 4918 6170/6171/6200; Fax: +91-22-49186195

Contact Person: Mr. Sumeet Deshpande; Email: ingersollrand.offer@linkintime.co.in

Website: www.linkintime.co.in

3. BRIEF SCHEDULE OF ACTIVITIES

The schedule of major activities is set forth below:

No.	Activity	Date	Day
1	Date of commencement of the Tendering Period (Offer Opening Date)	June 22, 2020	Monday
2	Date of closure of the Tendering Period (Offer Closing Date)	July 3, 2020	Friday
3	Last date for communicating the rejection/ acceptance and completion of payment of consideration or refund of Equity Shares to the Public Shareholders of the Target Company	July 17, 2020	Friday
4	Last date for filing the report with SEBI	July 24, 2020	Friday
5	Last date for publication of post-Offer public announcement in the newspapers in which the DPS has been published	July 24, 2020	Friday

Note: Where last dates are mentioned for certain activities, such activities may happen on or before the respective last date.

4. OTHER INFORMATION

- The information contained in this Advertisement is in accordance with the Relaxation Circular.
- Details relating to the procedure for tendering the Equity Shares are more particularly set out in the LoF.
- The Advertisement will also be available on the respective websites of SEBI (<https://www.sebi.gov.in/>), the Target Company (<https://www.irco.com>), the Manager to the Open Offer (<https://www.online.citibank.co.in/rhtm/citigroupglobalscreen1.htm>) and the Registrar to the Offer (www.linkintime.co.in), in addition to the websites of BSE (www.bseindia.com) and NSE (www.nseindia.com).

Issued for and on behalf of Acquirer and PACs, by

Citigroup Global Markets India Private Limited

 1202, 12th Floor, First International Financial Centre, G-Block, Bandra-Kurla Complex, Bandra East, Mumbai - 400098, Maharashtra, India. Tel: +91-22-61759999; Fax: +91-22-61759898
Website: <https://www.online.citibank.co.in/rhtm/citigroupglobalscreen1.htm>
Contact Person: Mr. Dheeraj Janakiraman; Email: ingersollrand.openoffer@cti.com
SEBI Registration Number: INM000010718

For and on behalf of the Acquirer and the PACs

INGERSOLL RAND INC. (Acquirer)	INGERSOLL-RAND U.S. HOLDCO, INC. (PAC 1)	INGERSOLL-RAND INDUSTRIAL U.S., INC. (PAC 2)
Sd/-	Sd/-	Sd/-
Authorized Signatory	Authorized Signatory	Authorized Signatory

Place: Mumbai
Date: June 15, 2020