



BOSCH

Securities and Exchange Board of India
Division of Corporate Restructuring
Corporation Finance Department
SEBI Bhavan, Plot No. C4 A, G Block
Bandra Kurla Complex, Bandra (East)
Mumbai – 400 051

BY E-MAIL

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Corporate Relationship Department
BSE Limited
1st Floor, New Trading Ring
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Dalal Street, Fort
Mumbai- 400 001

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

www.boschindia.com
PAN: AAACM9840P
CIN:L85110KA1951PLC000761

05.03.2019

Dear Sir/Madam,

Sub: Extinguishment of equity shares with respect to the buyback of 10,27,100 fully paid-up equity shares of face value of Rs. 10 each (“Equity Shares”) of Bosch Limited (“Company”)

1. Pursuant to the public announcement published on December 12, 2018, the corrigendum to the public announcement published on January 29, 2019 and the letter of offer dated January 28, 2019 (“LOF”) in connection with the offer to buy back 10,27,100 Equity Shares of the Company at a price of Rs. 21,000 per Equity Share on a proportionate basis through the tender offer method (“Buyback”), the Tendering Period of the Buyback opened on February 06, 2019 and closed on February 20, 2019.
2. Details of the Equity Shares bought back by the Company and extinguished pursuant to the completion of the Buyback are set out below.

Equity Share Capital Prior To the Buyback	Equity Shares Bought Back and Extinguished	Equity Share Capital After the Buyback
3,05,20,740 Equity Shares	10,27,100 Equity Shares	2,94,93,640 Equity Shares

3. The shareholding pattern of the Company prior to the Buyback and after the Buyback disclosed in the post offer public announcement published on February 26, 2019 and submitted for your records is enclosed herein for ease of reference.

4. The certificate dated 05.03.2019 relating to the aforementioned extinguishment of 10,27,100 Equity Shares in accordance with Regulation 11 of the Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 is enclosed.
5. Capitalized terms used herein but not defined have the same meaning as ascribed to them in the LOF.

Thanking you,

Yours faithfully,
for Bosch Limited,



(Rajesh Parte)
Company Secretary & Compliance officer

PRE-AND-POST BUYBACK SHAREHOLDING PATTERN

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 21.12.2018)



To,

The Board of Directors
Bosch Limited
P.B. No:3000,
Hosur Road, Adugodi,
Bengaluru - 560 030

Re: AUDITOR'S CERTIFICATE WITH RESPECT TO EXTINGUISHMENT OF 10,27,100 EQUITY SHARES OF RS. 10/- EACH ("EQUITY SHARES") BOUGHT BACK BY BOSCH LIMITED

1. This certificate is issued in accordance with our engagement letter dated August 28, 2018.
2. We, Deloitte Haskins & Sells LLP, Chartered Accountants (Firm Registration No. 117366W/W-100018), the statutory auditors of Bosch Limited ("the Company"), having its registered office at P.B. No: 3000, Hosur Road, Adugodi, Bengaluru 560 030, for the purpose of issuing this certificate have verified the particulars contained in the attached "Certificate of Extinguishment of Equity Shares bought-back by Bosch Limited" ("the Statement"), prepared by the Company and confirmation received from the Company's Registrar and Transfer Agent - Karvy Fintech Private Limited.
3. The Company has bought-back 10,27,100 Equity Shares of Rs. 10/- each.
4. In connection with the aforesaid, we have been requested by the Management of the Company to provide a certificate for submission to the Security and Exchange Board of India ("SEBI") in compliance with Regulation 11 of the SEBI (Buy back of Securities) Regulations, 2018 ("**Regulations**").

Management's Responsibility

5. The Management of the Company is responsible for the preparation of the said Statement and the maintenance of relevant records and documents including obtaining confirmation from National Securities Depository Limited ("NSDL") for extinguishment of 10,27,100 shares in dematerialized form.
6. The Management is also responsible for ensuring that the Company complies with the requirements of the Regulations and the Companies Act, 2013 in relation to the buy back of Equity Shares and for providing all the information to SEBI.

Auditor's Responsibility

7. Our responsibility, for the purpose of this certificate, is limited to certifying the particulars contained in the Statement on the basis of verification of relevant records and documents maintained and obtained by the Company and furnished for the purpose.
8. We conducted our verification of the Statement in accordance with the Guidance Note on Audit Reports and Certificates for Special Purposes and Standards on Auditing issued by the Institute of Chartered Accountants of India ("ICAI"), which include the concept of test check and materiality. This Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.



9. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Review Historical Financial Information, and Other Assurance and Related Services Engagements.

Opinion

10. On the basis of our verification as stated above and according to the information, explanation and representations provided to us by the Management of the Company, we certify that the particulars furnished by the Company in the said Statement, are in agreement with the relevant records and documents maintained by the Company as on the date of certificate and the extinguishment is in compliance and in accordance with the provision of sub-regulation (i) and (ii) of Regulation 11 of the Regulations and Securities and Exchange Board of India (Depository and Participants) Regulation, 1996 and the by-laws framed thereunder.

Restriction on use

11. This Certificate is issued in connection with the extinguishment of Equity Shares bought-back in accordance with the aforementioned Regulations and for the sole use of the Board of Directors, to whom it is addressed, and for the managers for submission to SEBI and the stock exchanges, where the equity shares of the Company are listed, pursuant to the Regulations and should not be used for any other purpose without our prior written permission.

Bengaluru, March 05, 2019

Ref: SS/361

Unique Document Identification Number (UDIN) 19025776AAAAAD2387

For DELOITTE HASKINS & SELLS LLP
Chartered Accountants
ICAI Reg. No. 117366W/W - 100018

S. Sundaresan

S. SUNDARESAN
Partner
Membership No. 25776

CERTIFICATE OF EXTINGUISHMENT OF EQUITY SHARES BOUGHT BACK BY BOSCH LIMITED


Sub: Certificate of Extinguishment of equity shares with respect to the buyback of 10,27,100 fully Paid-up equity shares of face value of Rs. 10 each (“Equity Shares”) of Bosch Limited (“Company”).




1. This certificate is being issued in accordance with Regulation 11 of the Securities and Exchange Board of India (Buy Back of Securities) Regulations, 2018 (“**Buyback Regulations**”).
2. Pursuant to the public announcement published on December 12, 2018, the corrigendum to the public announcement published on January 29, 2019 and the letter of offer dated January 28, 2019 (“**LOF**”) in connection with the offer to buy back 10,27,100 Equity Shares of the Company at a price of Rs. 21,000 per Equity Share on a proportionate basis through the tender offer route (“**Buyback**”), the Tendering Period of the Buyback opened on February 06, 2019 and closed on February 20, 2019 (both days inclusive). The extinguishment details of such Equity Shares bought back completed on February 27, 2019 are set out below.
3. Equity Shares Extinguished in Demat Form:

Name of Depository Participant and DP ID No.	Company’s Client ID No.	Date of Extinguishment	No. of Equity Shares Extinguished
IN300394	19426581	February 27, 2019	10,27,100

4. The total number of Equity Shares bought back and extinguished by the Company (in demat form) is 10,27,100 Equity Shares. There were no physical shares tendered in the Buyback.
5. It is certified that the aforementioned Equity Shares were extinguished in compliance with the applicable provisions of Regulation 11 of the Buyback Regulations.

For Bosch Limited

		
Soumitra Bhattacharya Managing Director DIN. 02783243	S C Srinivasan Executive Director & CFO DIN.02327433	Rajesh Parte Company Secretary & Compliance officer Membership No. A10700

<p>For Deloitte Haskins & Sells LLP Chartered Accountants Firm Registration Number: 117366W/W-100018</p>	<p>For Karvy Fintech Private Limited (Registrar to the Buyback)</p>
<p> Sundaresan S Partner Membership No.:25776</p>	<p> S K Sharma Manager</p> 

Date: 05.03.2019