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Corporate Relations Department
BSE Limited
Phiroze Jeejeebhoy Towers
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BSE Code: **500210**

The Listing Department
National Stock Exchange of India
Limited
Exchange Plaza, 5th Floor, Plot No. C-1,
Block G, Bandra – Kurla Complex,
Bandra (East), Mumbai – 400 051
NSE Code: **INGERRAND EQ**

26 February 2020

Dear Sir / Madam

Subject: Disclosures under Regulation 10(6) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“Takeover Regulations”) in respect of an acquisition under Regulation 10(1)(a)(iii) of the Takeover Regulations.

We refer to the stock exchange intimation earlier submitted by us in terms of Regulation 10(5) of the Takeover Regulations on 20 February 2020 (“**10(5) Intimation**”).

Upon the consummation of the transaction set forth in the 10(5) Intimation, we hereby file the prescribed disclosures under the format prescribed under Regulation 10(6) of the Takeover Regulations.

We would like to submit that:

- Ingersoll-Rand Global Holding Company Limited (“**IRGH**”) has acquired 100% of the equity shares of Ingersoll-Rand Industrial U.S., Inc. (“**IR New Industrial**”) from its subsidiary ie, Ingersoll-Rand Company (“**IRNJ**”) (“**Transaction**”); and
- IR New Industrial holds 73.99% of the equity shares of Ingersoll-Rand (India) Limited (“**Target Company**”/ “**TC**”). Pursuant to the Transaction, IRGH has indirectly acquired 73.99% of the equity shares of the Target Company.

We request you to please take these disclosures on record.

Ingersoll Rand Family of Brands



Thanking you.

For Ingersoll-Rand Global Holding Company Limited


Evan M. Turtz
Authorised Signatory

Encl: as above

Format for Disclosures under Regulation 10(6) –Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	Ingersoll-Rand (India) Limited	
2.	Name of the acquirer (s)	Ingersoll-Rand Global Holding Company Limited	
3.	Name of the stock exchange where shares of the TC are listed	BSE Limited and the National Stock Exchange of India Limited (“ Stock Exchanges ”)	
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares	<p>No equity shares of the TC were directly acquired. Ingersoll-Rand Global Holding Company Limited (“IRGH”) acquired 100% of the equity shares of Ingersoll-Rand Industrial U.S., Inc. (“IR New Industrial”) from its subsidiary ie, Ingersoll-Rand Company (“IRNJ”) (“Transaction”). IR New Industrial holds 73.99% of the equity shares of the TC. Pursuant to the Transaction, IRGH has indirectly acquired 73.99% of the equity shares of the TC.</p> <p>The Transaction has been consummated to give effect to an internal group re-organisation.</p>	
5.	Relevant regulation under which the acquirer is exempted from making open offer	Sub-clause (iii) of Regulation 10(1) (a) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“ Takeover Regulations ”)	
6.	<p>Whether disclosure of proposed acquisition was required to be made under regulation 10(5) and if so,</p> <ul style="list-style-type: none"> - Whether disclosure was made and whether it was made within the timeline specified under the regulations. - Date of filing with the stock exchange 	Disclosure under Regulation 10(5) of the Takeover Regulations was made on 20 February 2020 to the Stock Exchanges. There has been a delay of 2 working days in submitting the disclosure.	
7.	Details of the acquisition	Disclosures made/ required to be made under Regulation 10(5)	Actual

	a.	Name of the transferor/ seller	IRNJ	IRNJ		
	b.	Date of acquisition	26 February 2020	26 February 2020		
	c.	Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	No equity shares of the TC are being acquired. IRGH to acquire 100% of the equity shares of IR New Industrial (which holds 73.99% of the equity shares of the TC) from its subsidiary ie, IRNJ. Pursuant to the Transaction, IRGH will indirectly acquire 73.99% of the equity shares of the TC.	No equity shares of the TC were directly acquired. IRGH has acquired 100% of the equity shares of IR New Industrial (which holds 73.99% of the equity shares of the TC) from its subsidiary ie, IRNJ. Pursuant to the Transaction, IRGH has indirectly acquired 73.99% of the equity shares of the TC.		
	d.	Total shares proposed to be acquired/ actually acquired as a % of diluted share capital of TC				
	e.	Price at which shares are proposed to be acquired/ actually acquired	IRNJ will be distributing its 100% interest in IR New Industrial to IRGH in redemption of IRNJ shares held by IRGH in a non-pro rata split-off of IR New Industrial. The Transaction will be undertaken for consideration other than cash.	IRNJ has distributed its 100% interest in IR New Industrial to IRGH in redemption of IRNJ shares held by IRGH in a non-pro rata split-off of IR New Industrial. The Transaction has been undertaken for consideration other than cash.		
8.	Shareholding details		Pre- Transaction		Post- Transaction	
			No. of shares held	% w.r.t total share capital of TC	No. of shares held	% w.r.t total share capital of TC
	a.	Each Acquirer/ Transferee (*)				
		i. IRGH (acquirer)	0	0%	0	0%
		ii. IR New Industrial (person acting in concert with the acquirer)	2,33,60,000	73.99%	2,33,60,000	73.99%
	b.	Each Seller/ Transferor				

		i. IRNJ	0	0%	0	0%
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Note:

- (*) Shareholding of each entity shall be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date and place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorised to do so on behalf of all the acquirers.

Date: 26 February 2020
Place: Davidson, NC, USA



Evan M. Turtz
Authorised Signatory