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Corporate Relations Department  
BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street, Fort,  
Mumbai - 400 001  
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

PR Shubhakar  
Compliance Officer and Company Secretary  
Ingersoll-Rand (India) Limited  
1<sup>st</sup> Floor, Subrahmanya Arcade, Number 12/1  
Bannerghatta Road, Bangalore- 560 029

27 February 2020  
Dear Sir / Madam


**Subject: Disclosures under Regulation 29 (2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“Takeover Regulations”).**

We hereby file the prescribed disclosures under the format prescribed under Regulation 29(2) of the Takeover Regulations, with respect to the indirect acquisition of voting rights in Ingersoll-Rand (India) Limited from Ingersoll-Rand Global Holding Company Limited.

We request you to please take these disclosures on record.

Thanking you.

For Ingersoll-Rand Lux International Holding Company S.à r.l.

  
Evan M. Turtz  
Authorized Signatory

Encl: as above

*Ingersoll Rand Family of Brands*



**Format for disclosures under Regulation 29(2) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Name of the Target Company (TC)	Ingersoll-Rand (India) Limited		
Name(s) of the acquirer / seller and Persons Acting in Concert (PAC) with the acquirer	Ingersoll-Rand Lux International Holding Company S.à r.l. ("Acquirer")  Ingersoll-Rand Industrial U.S., Inc. ("IR New Industrial") (person acting in concert with the Acquirer)  Ingersoll-Rand Global Holding Company Limited ("Transferor")		
Whether the acquirer/ <del>seller</del> belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited and the National Stock Exchange of India Limited		
Details of the acquisition / <del>disposal</del> as follows	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
Before the acquisition / <del>disposal</del> under consideration, holding of :  a) Shares carrying voting rights <ul style="list-style-type: none"> <li>• Acquirer</li> <li>• IR New Industrial</li> <li>• Transferor</li> </ul> b) Shares in the nature of encumbrance (pledge/lien/ non-disposal undertaking/ others)  c) Voting rights (VR) otherwise than by shares  d) Warrants/convertible securities/any other instrument that entitles the acquirer/ <del>seller</del>	0  2,33,60,000  0  -  -  -	0  73.99  0  -  -  -	0  73.99  0  -  -  -

<p>to receive shares carrying voting rights in the TC (specify holding in each category)</p> <p>e) Total (a+b+c+d)</p>	2,33,60,000	73.99	73.99
<p><b>Details of acquisition/<del>sale</del></b></p> <p>a) Shares carrying voting rights <del>acquired</del>/sold</p> <ul style="list-style-type: none"> <li>• Acquirer</li> <li>• IR New Industrial</li> <li>• Transferor</li> </ul> <p>b) VRs acquired <del>/sold</del> otherwise than by shares</p> <p>c) Warrants/convertible securities/any other instrument that entitles the acquirer / seller to receive shares carrying voting rights in the TC (specify holding in each category) <del>acquired/sold</del></p> <p>d) Shares encumbered / invoked/released by the acquirer / <del>seller</del></p> <p>e) Total (a+b+c+/-d)</p>	<p>The Acquirer has acquired 100% of the equity shares of IR New Industrial from its subsidiary ie, the Transferor ("<b>Transaction</b>"). IR New Industrial holds 73.99% of the equity shares of the TC. Pursuant to the Transaction, the Acquirer has indirectly acquired 73.99% of the equity shares of the TC. No equity shares of the TC have been transferred directly.</p> <p>The Transaction has been consummated to give effect to an internal group re-organisation.</p>		
<p><b>After the acquisition/<del>sale</del>, holding of:</b></p> <p>a) Shares carrying voting rights</p> <ul style="list-style-type: none"> <li>• Acquirer</li> <li>• IR New Industrial</li> <li>• Transferor</li> </ul> <p>b) Shares encumbered with the acquirer / seller</p> <p>c) VRs otherwise than by shares</p> <p>d) Warrants/convertible securities/any other instrument that entitles the acquirer / seller to receive shares carrying voting rights in the TC (specify holding in each category) after</p>	<p>0</p> <p>2,33,60,000</p> <p>0</p> <p>-</p> <p>-</p> <p>-</p>	<p>0</p> <p>73.99</p> <p>0</p> <p>-</p> <p>-</p> <p>-</p>	<p>0</p> <p>73.99</p> <p>0</p> <p>-</p> <p>-</p> <p>-</p>

acquisition			
c) Total (a+b+c+d)	2,33,60,000	73.99	73.99
Mode of acquisition <del>/sale</del> (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	<p>The Acquirer has acquired 100% of the equity shares of IR New Industrial from its subsidiary ie, the Transferor. IR New Industrial holds 73.99% of the equity shares of the TC. Pursuant to the Transaction, the Acquirer has indirectly acquired 73.99% of the equity shares of the TC. No equity shares of the TC have been transferred directly.</p> <p>The Transaction has been consummated to give effect to an internal group re-organisation.</p>		
Date of acquisition <del>/sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable</del>	26 February 2020.		
Equity share capital / total voting capital of the TC before the said acquisition <del>/sale</del>	3,15,68,000 Equity Shares of Rs.10 each carrying one vote per Equity Share.		
Equity share capital/ total voting capital of the TC after the said acquisition <del>/sale</del>	3,15,68,000 Equity Shares of Rs.10 each carrying one vote per Equity Share.		
Total diluted share/voting capital of the TC after the said acquisition <del>/sale</del>	3,15,68,000 Equity Shares of Rs.10 each carrying one vote per Equity Share.		

(\*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(\*\*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

For Ingersoll-Rand Lux International Holding Company S.à r.l.

  
Evan M. Turtz  
Authorized Signatory

Place: Davidson, NC, USA

Date: 27 February 2020 .