

MERCK LIMITED

Reg. Office: Godrej One, 8th floor, Pirojshanagar, Eastern Express Highway, Vikhroli (East), Mumbai - 400 079; Tel.: +91 22 6210 9000; Fax: +91 22 6210 9999

OPEN OFFER FOR ACQUISITION OF UP TO 4,315,840 EQUITY SHARES OF MERCK LIMITED ("TARGET COMPANY") TO THE PUBLIC SHAREHOLDERS OF THE TARGET COMPANY BY PROCTER & GAMBLE OVERSEAS INDIA B.V. ("ACQUIRER") ALONG WITH THE PROCTER & GAMBLE COMPANY ("PAC"), IN ITS CAPACITY AS A PERSON ACTING IN CONCERT WITH THE ACQUIRER.

This post offer advertisement ("Post Offer Public Announcement") is being issued by ICICI Securities Limited, the Manager to the Offer ("Manager") on behalf of the Acquirer and the PAC, in compliance with Regulation 18(12) of the SEBI (SAST) Regulations.

The Detailed Public Statement with respect to the Offer was made on April 26, 2018 in all editions of Financial Express (English), all editions of Jansatta (Hindi) and the Mumbai edition of Mumbai Lakshdeep (Marathi) ("DPS") and a Corrigendum to the DPS, was published on October 22, 2018 ("DPS Corrigendum") in the same newspapers where the DPS was published.

Capitalized terms used herein but not specifically defined shall have the same meaning ascribed to such terms in the Letter of Offer dated October 15, 2018.

The shareholders of the Target Company are requested to kindly note the following information relating to the Offer:

- Name of the Target Company : Merck Limited
- Name of the Acquirer and PAC : Procter & Gamble Overseas India B.V. (Acquirer) and The Procter & Gamble Company (PAC)
- Name of the Manager to the Offer : ICICI Securities Limited
- Name of the Registrar to the Offer : Link Intime India Private Limited
- Offer Details
 - Offer Opening Date : October 25, 2018
 - Offer Closing Date : November 9, 2018
- Date of payment of consideration : November 27, 2018
- Details of Acquisition

S. No.	Particulars	Proposed in the DPS and the Letter of Offer		Actuals	
7.1	Offer Price per share ⁽¹⁾	INR 1,500.36		INR 1,500.36	
7.2	Aggregate number of shares tendered	4,315,840		2,172	
7.3	Aggregate number of shares accepted	4,315,840		1,847 ⁽²⁾	
7.4	Offer Size ⁽¹⁾	INR 6,475,313,702.40		INR 2,771,164.92	
		Number	% of Voting Share Capital	Number	% of Voting Share Capital
7.5	Shareholding of the Acquirer before PA	Nil	Nil	Nil	Nil
7.6	Shares acquired by way of the agreements ⁽³⁾	8,599,224	51.80	8,599,224	51.80
7.7	Shares acquired under the Offer	4,315,840	26.00	1,847	0.01
7.8	Shares acquired after Detailed Public Statement	Nil	Nil	Nil	Nil
7.9	Post Offer shareholding of the Acquirer ⁽⁴⁾	12,915,064	77.80	8,601,071	51.81
7.10	Pre Offer shareholding of the public	8,000,158	48.20	8,000,158	48.20
7.11	Post Offer shareholding of the public	3,684,318	22.20	7,998,311	48.19

Notes:

- As disclosed in the Letter of Offer, the Offer Price was paid together with interest computed at the rate of 10 percent per annum on the Offer Price from July 10, 2018 till November 27, 2018, i.e. INR 57.55 (Indian Rupees Fifty Seven and Fifty Five Paise Only) per Equity Share. Actual amount paid to Public Shareholders for 1,847 shares validly tendered and accepted including interest was INR 28,68,282.77 (net of TDS on interest payment, as applicable).
- The number of accepted shares does not include 325 Equity Shares that were validly rejected in the Offer on account either of signature mismatches, invalid share certificates, non-submission of share certificates/transfer deeds, transfer deeds not being signed, insufficient documents or delayed receipt.
- The Sale Shares were acquired by the Acquirer from the Sellers under the India SAPA on December 3, 2018.
- Including the acquisition of Sale Shares.

The Acquirer and the PAC and their respective directors accept full responsibility for the information contained in the Post Offer Public Announcement. The Acquirer and the PAC shall be jointly and severally responsible for the fulfilment of obligations under the SEBI (SAST) Regulations in respect of this Offer.

A copy of this Post Offer Public Announcement is expected to be available on the websites of SEBI and the Stock Exchanges and at the registered office of the Target Company.

Issued on behalf of the Acquirer and PAC by the Manager to the Offer

MANAGER TO THE OFFER



ICICI SECURITIES LIMITED
ICICI Centre, H.T. Parekh Marg,
Churchgate, Mumbai - 400 020

Tel.: +91 22 2288 2460; Fax: +91 22 2282 6580

Email: project.winthorpe@icicisecurities.com

Contact Person: Mr. Anurag Byas/Mr. Rishi Tiwari

SEBI Registration Number: INM000011179

REGISTRAR TO THE OFFER



LINK INTIME INDIA PRIVATE LIMITED
C-101, 1st Floor, 247 Park, L.B.S. Marg,
Vikhroli (West), Mumbai - 400 083

Tel.: +91 22 4918 6200; Fax: +91 22 4918 6195

Email: merck.offer@linkintime.co.in

Contact Person: Mr. Sumeet Deshpande

SEBI Registration Number: INR000004058

Place : Mumbai, India
Date : December 3, 2018