

ZF STEERING GEAR (INDIA) LIMITED

Registered office at Gat Nos. 1242 & 1244, Village Vadu Budruk, Taluka Shirur,
District Pune - 412 216, Maharashtra, India. Tel.: +91 2137 252223; Fax: +91 2137 252302

Open offer for acquisition of 23,59,058 Equity Shares from the Shareholders of ZF Steering Gear (India) Limited by Robert Bosch GmbH ("Acquirer") along with Robert Bosch Automotive Steering GmbH ("Person Acting in Concert" or "PAC")

This post offer advertisement ("Advertisement") is being issued by Citigroup Global Markets India Private Limited ("Manager to the Offer") on behalf of Robert Bosch GmbH ("Acquirer"), along with Robert Bosch Automotive Steering GmbH ("Person Acting in Concert" or "PAC") in connection with the open offer to acquire up to 23,59,058 equity shares of ZF Steering Gear (India) Limited ("Target Company") having a face value of ₹ 10 each ("Equity Shares"), representing 26% of the fully diluted voting equity share capital of the Target Company as of the 10th (tenth) Working Day from the Closure of the Tendering Period ("Offer"), in compliance with Regulation 18(12) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("SEBI (SAST) Regulations"). The detailed public statement ("DPS") with respect to the Offer was published on February 2, 2015, in the following newspapers:

Newspaper	Language	Editions
Business Standard	English	All
Business Standard	Hindi	All
Navshakti	Marathi	Mumbai

1. Target Company: ZF Steering Gear (India) Limited
2. Acquirer: Robert Bosch GmbH
PAC: Robert Bosch Automotive Steering GmbH
3. Manager to the Offer: Citigroup Global Markets India Private Limited
4. Registrar to the Offer: Link Intime India Private Limited
5. Offer Details:
 - a. Date of opening of the Tendering Period: Tuesday, August 11, 2015
 - b. Date of closure of the Tendering Period: Tuesday, August 25, 2015
6. Date of payment of consideration: On or before Tuesday, September 8, 2015
7. Details of Acquisition:

Sl. No.	Particulars	Proposed in the Letter of Offer	Actuals
7.1	Offer Price per Equity Share (₹)	455.96	455.96
7.2	Aggregate number of Equity Shares tendered	23,59,058	155
7.3	Aggregate number of Equity Shares accepted	23,59,058	155
7.4	Size of the Offer (₹) (Number of Equity Shares multiplied by Offer Price per Equity Share)	107,56,36,086	70,673.80
7.5	Shareholding of the Acquirer and PAC before Agreements/ Public Announcement (No. & %)	Acquirer: Nil PAC: 23,40,000 25.79%	Acquirer: Nil PAC: 23,40,000 25.79%
7.6	Equity Shares acquired by way of Agreements • Number • % of Voting Share Capital	Nil	Nil
7.7	Equity Shares acquired by way of Open Offer • Number • % of Voting Share Capital	23,59,058 26%	155 0.002%
7.8	Equity Shares acquired after Detailed Public Statement • Number of shares acquired • Price of shares acquired • % of shares acquired	Nil	Nil
7.9	Post Offer shareholding of Acquirer and PAC • Number • % of Voting Share Capital	Acquirer: Nil PAC: 46,99,058 51.79%	Acquirer: Nil PAC: 23,40,155 25.79%
7.10	Pre & Post Offer shareholding of the Public • Number • % of Voting Share Capital	Pre Offer 23,90,161 26.34%	Post Offer 31,103 0.34%
		Pre Offer 23,90,161 26.34%	Post Offer 23,90,006 26.34%

8. The Acquirer along with its directors and the PAC, severally and jointly accept full responsibility for the information contained in this Advertisement and also for the obligations under the SEBI (SAST) Regulations.
9. A copy of this Advertisement is expected to be available on the websites of SEBI, BSE Limited and at the registered office of the Target Company.
10. Capitalized terms used in this advertisement, but not specifically defined herein, shall have the same meaning as ascribed to them in the Letter of Offer dated July 31, 2015 in relation to the Offer.

ISSUED FOR AND ON BEHALF OF THE ACQUIRER AND THE PAC, BY THE MANAGER TO THE OFFER



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SEBI Registration Number: INM000010718

Place : Mumbai

Date : September 8, 2015

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