



January 5, 2017

The Manager
Dept. of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001

Dear Sir/Madam,


Sub: Proposed Buy Back by Lakshmi Machine Works Limited (“Company”)

With reference to the captioned matter, as required under the Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1998, as amended, we, as manager to the proposed buy back of the Company, submit the following:

1. A copy of the post offer public advertisement dated January 4, 2017 which has been published on January 5, 2017 in the Financial Express (English National Daily) and Jansatta (Hindi National Daily).
2. A soft copy of the post offer public advertisement for submission of the soft copy as Annexure 1

Thanking you,

Yours sincerely,
For **Axis Capital Limited**


Name: Simran Gadh
Designation: Asst. Vice President-Corporate Finance
Ph: 022 4325 2142

Encl.: as above

Axis Capital Limited (Erstwhile “Axis Securities and Sales Limited”)

SEBI Merchant Banker Regn No.:MB/INM000012029 Member Of: BSE Ltd. & National Stock Exchange of India Ltd., Mumbai.
CIN No. U51900MH2005PLC157853

Regd. Office: Axis House, 8th Floor, Wadia International Centre, P. B. Marg, Worli, Mumbai – 400 025 &
Corp. Office: Axis House, C-2, Wadia International Centre, P.B. Marg, Worli, Mumbai – 400 025.
Tel.: (022) 4325 1199, Fax No. (022) 4325 3000, Website: www.axiscapital.co.in



LAKSHMI MACHINE WORKS LIMITED

CIN: L29269TZ1962PLC000463

Registered Office: Perianaickenpalayam, Coimbatore - 641 020

Tel.: 0422 3028100; Fax: 0422 2220912, Website: www.lakshmach.com, E-mail: regd.off@lmw.co.in

POST BUY BACK PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS/ BENEFICIAL OWNERS OF THE EQUITY SHARES OF LAKSHMI MACHINE WORKS LIMITED

1. THE BUYBACK

1.1 This information is being published pursuant to Regulation 19(7) of the SEBI (Buy-Back of Securities) Regulations, 1998, as amended. This has reference to the (i) Public Announcement dated October 26, 2016 published on October 28, 2016 ("PA") (ii) and Letter of Offer dated November 29, 2016 ("LOF") dispatched to the Equity Shareholders in connection with the buyback of up to 3,11,000 (Three Lakhs Eleven Thousand only) fully paid up equity shares of ₹10 each ("Equity Shares") by Lakshmi Machine Works Limited (the "Company") through tender offer route at a price of ₹ 4,450/- (Rupees Four Thousand Four Hundred and Fifty Only) per Equity Share for an aggregate amount of ₹ 138,39,50,000/- (Rupees One Hundred and Thirty Eight Crores Thirty Nine Lakhs and Fifty Thousand Only) excluding the transaction costs viz. brokerage, applicable taxes such as securities transaction tax, service tax, stamp duty etc ("Buy Back Size") in accordance with Sections 68, 69 and 70 and all other applicable provisions, if any of the Companies Act, 2013, all applicable provisions, if any of the Companies Act, 1956 and the SEBI Regulations ("Buy Back"). The number of Equity Shares bought back constitutes approximately 2.76% of Equity Share capital of the Company post Buy Back.

1.2 The Buy Back was effected through the tender offer route.

1.3 The Buy Back Offer was kept open from December 13, 2016 to December 26, 2016.

2. DETAILS OF THE BUYBACK

2.1. The total number of Equity Shares bought back under the Buy Back is 3,11,000 (Three Lakhs Eleven Thousand only) Equity Shares.

2.2. The Equity Shares have been bought back at a price of ₹ 4,450/- (Rupees Four thousand four hundred and fifty Only) per Equity Share.

2.3. The total amount invested in the Buyback is ₹ 138,39,50,000/- (Rupees One Hundred and Thirty Eight Crores Thirty Nine Lakhs and Fifty Thousand Only).

2.4. The Registrar to the Buy Back i.e. S.K.D.C. Consultants Limited, considered 4,860 valid applications for 27,00,582 Equity Shares in response to the Buy Back offer resulting in the subscription of approximately 8.68 times. The details of valid applications considered by S.K.D.C. Consultants Limited, Registrar to the Buyback, are as follows:

Category	No. of Equity Shares Reserved in the Buyback (A)	No. of Valid applications (B)	Total Eligible Equity Shares Tended (C)	% Response C/A
Reserved category for Small Shareholders	46,650	3,777	56,433	120.97
General Category for other Eligible Persons	2,64,350	1,083	26,44,149	1000.25
Total	3,11,000	4,860	27,00,582	868.35

2.5. All valid bids were considered for the purpose of Acceptance in accordance with the Buyback Regulations and Clauses 19 & 20 of the Letter of Offer. The accepted shares were transferred to Company's demat escrow account on January 3, 2017. The communication of rejection for all physical shareholders has been dispatched by Registrar on January 3, 2017 as per the certificate dated January 3, 2017 issued by S.K.D.C. Consultants Limited.

2.6 The settlement of funds for demat and physical shares was completed through existing settlement accounts of the trading members on January 3, 2017 by the Clearing Corporations of the Stock Exchanges.

2.7 The extinguishment of 3,11,000 Shares comprising of (a) 3,10,951 Shares in dematerialized form, and (b) 49 Shares in physical form, extinguishment of shares accepted in Demat and physical is under process and will be completed by January 10, 2017.

2.8 Details of shareholders from whom Equity Shares exceeding 1% of the total Equity Shares bought back are as under:

Sr. No.	Name	Equity Shares accepted under the buyback	% of total Equity Shares bought back
1.	Pinebridge Investments GF Mauritius	34,305	11.03%
2.	Amrit Petroleum Pvt Limited	28,105	9.04%
3.	Nemish S. Shah	23,481	7.55%
4.	Volta Limited	20,328	6.54%
5.	Gagandeep Credit Capital Pvt Limited	19,993	6.43%
6.	Anuj Anantrai Sheth	14,110	4.54%
7.	The New India Assurance Company Limited	13,656	4.39%
8.	HDFC Trustee Company Ltd - A/C HDFC MID	13,630	4.38%
9.	Franklin India Smaller Companies Fund	8,704	2.80%
10.	Sharda S Shah	7,877	2.53%
11.	Rekha N Shah	5,672	1.82%
12.	AADI Financial Advisors LLP	3,613	1.16%
13.	Nilesh Kishor Shah	3,298	1.06%
14.	Zafar Ahmadullah	3,191	1.03%

3. CAPITAL STRUCTURE AND SHAREHOLDING PATTERN

3.1. The capital structure of the Company, pre and post Buy Back is as under:

₹ in Lakhs

Particulars	Pre Buy Back (as on the date of LOF)		Post Buy Back	
Authorized share capital	5,00,00,000 Equity Shares of ₹10/- each	5,000.00	5,00,00,000 Equity Shares of ₹10 /- each	5,000.00
Issued, subscribed and paid up share capital	1,12,66,504 Equity Shares of ₹10/- each	1,126.65	1,09,55,504 [#] Equity Shares of ₹10 /- each	1,095.55

[#] Subject to extinguishment of 3,11,000 Equity Shares.

3.2. The Shareholding Pattern of the Company, pre and post Buy Back is as under:

Particulars	No. of Equity Shares pre Buy Back as on the record date	% to the pre Buy Back Equity Share capital as on date of LOF	No. of Equity Shares post Buy Back [#]	% Equity Share capital post Buy Back [#]
Promoters and persons acting in Concert (Collectively "the Promoters")	31,93,875	28.35	31,93,875	29.15
Foreign Investors (Including Non-Resident Indians, FIs and Foreign Mutual Funds)	7,90,820	7.02	77,61,629	70.85
Financial Institutions/Banks & Mutual Funds promoted by Banks/Institutions	22,30,940	19.80		
Others (Public, Public Bodies Corporate etc.)	50,50,869	44.83		
Total	1,12,66,504	100.00	1,09,55,504	100.00

[#] Subject to extinguishment of 3,11,000 Equity Shares.

4. MANAGER TO THE BUYBACK OFFER



Axis Capital Limited

1st Floor, Axis House, C-2 Wadia International Centre, P.B. Marg, Worli, Mumbai 400 025, Maharashtra, India

Tel.: +91 22 4325 2183 Fax: +91 22 4325 3000

Email: lmw@axiscap.in; Website: www.axiscapital.co.in

Contact Person: Ms. Simran Gadh, SEBI Regn. No.: INM000012029

Validity Period: valid until January 1, 2018

5. DIRECTORS RESPONSIBILITY

As per Regulation 19(1)(a) of the Buy-Back Regulations, the Board of Directors of the Company accepts full responsibility for the information contained in this Public Announcement or any other information advertisement, circular, brochure, publicity material which may be issued and confirms that such document contains true, factual and material information and does not contain any misleading information.

Terms used but not defined in this Post Buy Back Public Announcement shall have the same meaning as assigned in the PA and LOF unless otherwise specified.

For and on behalf of the Board of Directors of Lakshmi Machine Works Limited

Sd/-

Sanjay Jayavarthanelu
Chairman & Managing Director

C R Shiv Kumaran
Company Secretary & Compliance Officer

Sd/-

S Pathy
Director

Place: Coimbatore

Date: January 4, 2017