



POST OFFER PUBLIC ANNOUNCEMENT TO THE EQUITY SHAREHOLDERS OF

**Alfa Laval (India) Limited**

Registered Office and Corporate Office: Mumbai - Pune Road, Dapodi, Pune - 411012, Maharashtra, India;  
Tel: +91 20 27107100; Fax: +91 20 27147711; Website: [www.alfalaval.com](http://www.alfalaval.com);  
Company Secretary and Compliance Officer: Mr. V. Chandrasekhar

This post offer public announcement ("Post Offer Public Announcement") is being issued in accordance with Regulation 18 of the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 ("Delisting Regulations") by Alfa Laval Corporate AB, Sweden ("Promoter") in respect of the voluntary delisting of the equity shares ("Equity Shares") of Alfa Laval (India) Limited ("Company") pursuant to the Delisting Regulations. This Post Offer Public Announcement is in continuation to and should be read in conjunction with the public announcement published on January 20, 2012 (the "PA") and the offer letter dated January 23, 2012 ("Offer Letter").

Capitalized terms used but not defined in this Post Offer Public Announcement shall have the same meaning assigned to them as in the PA and the Offer Letter.

The Promoter issued the PA seeking to acquire, in accordance with the Delisting Regulations and on the terms and conditions set out therein and in the Offer Letter, 2,040,202 Equity Shares ("Offer Size") representing the balance 11.23% of paid up equity share capital of the Company from the Public Shareholders. The Public Shareholders holding Equity Shares of the Company were invited to submit bids pursuant to the reverse book-building process ("RBB") made available through the electronic system of the BSE Limited ("BSE") during the Bid Period (February 15, 2012 to February 22, 2012), in accordance with the Delisting Regulations.

**1. DISCOVERED PRICE AND EXIT PRICE**

In terms of Regulation 15(1) (read with Schedule II) of the Delisting Regulations, the Discovered Price (being the price at which maximum number of Equity Shares have been tendered by the Public Shareholders in the RBB) is ₹ 3,000/- (Rupees Three Thousand only) per Equity Share. The final price fixed by the Promoter for accepting shares successfully tendered in the delisting offer is ₹ 4,000/- (Rupees Four Thousand only) per Equity Share (the "Exit Price").

**2. SUCCESS OF THE DELISTING OFFER**

2.1 In terms of Regulation 17 of the Delisting Regulations, the delisting offer would be deemed to be successful only if post offer, the shareholding of the Promoter in the Company reaches a minimum of 17,140,382 Equity Shares, which is the aggregate of pre offer Promoter shareholding (16,120,281 Equity Shares) and fifty percent of the Offer Size (1,020,101 Equity Shares). Adequate Equity Shares have been tendered at or below the Exit Price for the shareholding of the Promoter to reach the minimum aggregate Equity Shares as above in accordance with Regulation 17 of the Delisting Regulations.

2.2 The Promoter has fixed the Exit Price at ₹ 4,000/- per equity share and shall acquire all Equity Shares tendered by public shareholders through valid bids at or below the Exit Price. Thus, the acquirer will acquire 1,032,788 Equity Shares tendered in the delisting offer constituting 5.7% of the paid up equity share capital of the Company. Post the acceptance of the Equity Shares validly tendered in the Delisting Offer at or below the Exit Price and completion of the acquisition, the shareholding of the Promoter in the Company will exceed the minimum shareholding required for the delisting offer to be successful in terms of Regulation 17 of the Delisting Regulations. The delisting offer is thus successful.

2.3 All the Public Shareholders of the Company who have tendered their Equity Shares at or below the Exit Price through valid bids will be paid the consideration at the Exit Price of ₹ 4,000/- per equity share. The last date for dispatch of consideration to all Public Shareholders (in respect of whom no regulatory approvals are required) and whose bids have been accepted will be March 7, 2012. Tax will be deducted at source for the non-resident Public Shareholders, as applicable, in accordance with section 19 of the Offer Letter. The Promoter has, vide its letter dated February 27, 2012, made an application to the Reserve Bank of India, seeking its approval to acquire Equity Shares validly tendered by non-resident Indians ("NRIs") in the Delisting Offer. The acquisition of such Equity Shares tendered in the Delisting Offer by NRIs and payment for the same is subject to receipt of RBI approval.

2.4 The Equity Shares of the Public Shareholders whose bids have been rejected in the RBB process will be returned to them. The last date for dispatching the share certificates in case of physical shares and for the credit of shares to the respective beneficiary accounts in case of dematerialized shares will be March 7, 2012. The Public Shareholders holding Equity Shares in dematerialized mode are advised to check their demat accounts to confirm receipt of the Equity Shares tendered.

2.5 Subsequently, the necessary steps to delist its Equity Shares from the BSE and the National Stock Exchange of India Limited ("NSE") shall be taken. The date of delisting of Equity Shares shall be announced in the same newspapers in which the PA and this Post Offer Public Announcement has appeared.

**3. OUTSTANDING EQUITY SHARES AFTER DELISTING**

3.1 In accordance with the provisions of Regulation 21 of the Delisting Regulations, all Public Shareholders of the Company who did not or were not able to participate in the RBB process or who unsuccessfully tendered their Equity Shares in the RBB process will be able to offer their Equity Shares to the Promoter at the Exit Price during a period of one year ("Exit Period") starting from the date of delisting of the Equity Shares of the Company from the BSE and the NSE. A separate offer letter (the "Exit Offer Letter") in this regard will be sent to these remaining Public Shareholders and interested Public Shareholders will be required to submit the requisite documents to the Registrar to the Offer within the stipulated time as set out in the Exit Offer Letter.

3.2 All other terms and conditions set forth in the PA and the Offer Letter remain unchanged. This Post Offer Public Announcement is issued on behalf of the Promoter by the Manager to the Offer in terms of Regulation 18 of the Delisting Regulations. All queries may be directed to the Manager to the Offer or the Registrar to the Offer.

**MANAGER TO THE OFFER**



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Contact Person: Lakshmi Lakshmanan  
SEBI Registration Number: INM000010361

**REGISTRAR TO THE OFFER**



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For and on behalf of Board of Directors of Alfa Laval Corporate AB, Sweden

Place: Sweden  
Date : March 2, 2012

Sd/-  
**Thomas Thuresson**  
Director

Sd/-  
**Mikael Wahlgren**  
Director