

J.P.Morgan

J. P. Morgan India Private Limited
J. P. Moran Tower, Kalina,
Off C. S. T. Road, Santacruz (East),
Mumbai 400 098

Date: June 3, 2020

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

Dear Sir/Madam,

Re: OPEN OFFER FOR THE ACQUISITION OF UPTO 4,741,900 (FOUR MILLION SEVEN HUNDRED FORTY-ONE THOUSAND NINE HUNDRED ONLY) FULLY PAID-UP EQUITY SHARES (AS DEFINED BELOW) OF FACE VALUE OF ₹ 5 (RUPEES FIVE ONLY) EACH OF WABCO INDIA LIMITED (“TARGET COMPANY”), REPRESENTING 25% (TWENTY-FIVE PER CENT.) OF THE TOTAL FULLY PAID-UP FULLY DILUTED VOTING EQUITY SHARE CAPITAL OF THE TARGET COMPANY AS OF THE 10TH (TENTH) WORKING DAY FROM THE CLOSURE OF THE TENDERING PERIOD OF THE OPEN OFFER (AS DEFINED BELOW) FROM THE PUBLIC SHAREHOLDERS (AS DEFINED BELOW) OF THE TARGET COMPANY BY ZF FRIEDRICHSHAFEN AG (“ACQUIRER”) TOGETHER WITH WABCO ASIA PRIVATE LIMITED (“PAC 1”), LUCASVARITY (“PAC 2”) AND ZF INTERNATIONAL UK LIMITED (“PAC 3”) IN THEIR CAPACITY AS PERSONS ACTING IN CONCERT WITH THE ACQUIRER.

Pursuant to and in compliance with Regulations 3(1), 4, and 5(1) other applicable regulations of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent **SEBI (SAST) Regulations** PACs is making an open offer for acquisition of up to 4,741,900 fully paid-up equity shares of the Target Company, representing 25% of the total fully paid-up fully diluted voting equity share capital of the target company as of the 10th working day from the closure of the tendering period of the open offer.

In this regard, a Public Announcement (PA) dated April 2, 2019 and filed with the BSE Limited, the National Stock Exchange of India Limited and SEBI. The PA was sent to the Target Company at its registered office on April 2, 2019.

Further to the above, please find enclosed a copy of the Detailed Public Statement for the Offer dated June 2, 2020 **DPS** published on June 3, 2020, in all editions of Financial Express (English), all editions of Jansatta (Hindi), the Mumbai edition of Mumbai Tarun Bharat (Marathi), and the Chennai edition of Makkal Kural (Tamil).

All capitalized terms not defined herein shall have the same meaning, as set out in the DPS.

Yours truly,

For J. P. Morgan India Private Limited



Authorized Signatory
Name: Nitin Maheshwari
Designation: Managing Director

