

DENSO

DENSO INDIA LTD.

Regd. & Head Office :
B-1/D-4, Ground Floor,
Mohan Co-operative Industrial Estate,
Mathura Road, New Delhi-110044
Tel. No. : 011-26953994, 26952308
Fax No. : 011-26953993

July 17, 2013

BSE Limited

Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400001

Delhi Stock Exchange

DSE House, 3/1 Asaf Ali Road
New Delhi - 110002

Madras Stock Exchange

Exchange Building
Post Box No. 183
No.30, Second Line Beach,
Chennai - 600001

Ref: Scrip Code – BSE – 520022

Sub: Declaration of indicative offer price

Dear Sirs,

This has reference to our letter dated April 27, 2013 intimating the approval of the Board of Directors of DENSO India limited ("Company") to the delisting proposal of one of its promoters DENSO Corporation, Japan ("Acquirer") received by the Company vide a letter dated April 26, 2013 from DENSO Corporation, Japan and our letter dated June 17, 2013 informing you that the shareholders of the Company, by way of Postal Ballot have passed the special resolution for voluntary delisting of the Equity Shares of the Company, with the requisite majority.

The Company has received a communication from the Acquirer vide their letter dated July 17, 2013, informing that after considering the prevailing market conditions and for providing good exit opportunity to public shareholders they are willing to accept Equity Shares tendered in the delisting

Offer Price is ~~Rs. 95.00 per equity share~~ offered at a price of ~~Rs. 95.00 per equity share~~ ("Indicative Offer Price". The indicative premium over the floor price is ~~Rs. 59.70 per share~~).

However, this Indicative Offer Price should in no way be construed as:

process and the ~~as a ceiling or maximum price for the purposes of the reverse book-building~~
higher than the ~~public shareholders are free to tender their Equity Shares at any price~~
(res) Regulations, ~~indicative Offer Price in accordance with the SEBI (Delisting of Equity Sha~~
2009 or

- ii. a commitment by DENSO Corporation, Japan ("Acquirer") to accept the Equity Shares tendered in the delisting offer if the discovered price (price at which maximum Equity Shares have been tendered in the reverse book building process) is less than the Indicative Offer Price or
- iii. an obligation on the Acquirer to pay the Indicative Offer Price in the event the discovered price is lower than the Indicative Offer Price or
- iv. any restriction on the ability of Acquirer to acquire Equity Shares at a price higher or lower than the Indicative Offer Price

This communication is being sent to the Directors of the Company for their information.

Please take the same on your records and acknowledge receipt of the same.

Thanking you,

Yours faithfully,

For DENSO India Limited



Alok Mathur
Company Secretary