Clariant Chemicals (India) Limited

CLARIANT

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Tel: +91 22 7125 1000; **Fax:** +91 7125 1201; **E-mail:** investor.relations_India@clariant.com;
Website: www.clariant.in; **Contact Person:** Ms. Amee Joshi, Company Secretary & Compliance Officer

POST BUY BACK PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS/ BENEFICIAL OWNERS OF THE EQUITY SHARES OF CLARIANT CHEMICALS (INDIA) LIMITED

1. **THE BUY BACK**

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 July 9, 2015 published on July 10, 2015 ("PA") (ii) and Letter of Offer dated September 9, 2015 ("LOF") dispatched to the Equity Shareholders in connection with the buyback of up to 35,78,947 (Thirty Five Lakhs Seventy Eight Thousand Nine Hundred Forty Seven only) fully paid up equity shares of ₹ 10/- each ("Equity Shares") by Clariant Chemicals (India) Limited (the "Company") through tender offer route at a price of ₹ 950/- (Rupees Nine Hundred Fifty only) per Equity Share for an aggregate amount of ₹ 3,40,00,00,000/- (Rupees Three Hundred Forty Crores only) ("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 13.42% 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 September 22, 2015 to October 7, 2015.

2. **DETAILS OF THE BUYBACK**

2.1. The total number of Equity Shares bought back under the Buy Back is 35,78,947 (Thirty Five Lakhs Seventy Eight Thousand Nine Hundred Forty Seven only) Equity Shares.

2.2. The Equity Shares have been bought back at a price of ₹ 950/- (Rupees Nine Hundred Fifty only) per Equity Share.

2.3. The total amount invested in the Buyback is ₹ 340 Crore (Rupees Three Hundred Forty Crore only).

2.4. The Registrar to the Buy Back i.e. Sharepro Services (India) Private Limited, considered 5,444 valid applications for 51,34,159 Equity Shares in response to the Buy Back offer resulting in the subscription of approximately 1.43 times. The details of valid applications considered by Sharepro Services (India) Private 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 Tendered (C)	% Response C/A
Reserved category for Small Shareholders	5,36,842	3,990	3,45,930	64.44%
General Category for other Eligible Persons	30,42,105	1,454	47,88,229	157.40%
Total	**35,78,947**	**5,444**	**51,34,159**	**143.45%**

Note: Unsubscribed portion of 1,90,912 equity shares in Small Shareholders category was spilled over to General Category Shareholders. The total no of shares accepted under General Category is 32,33,017 Equity Shares .i.e. (30,42,105+1,90,912=32,33,017)

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 valid shares were transferred to Company's demat escrow account on October 15, 2015. The communication of rejection for shares received in physical mode has been dispatched by Registrar on October 15, 2015 as per the certificate dated October 15, 2015 issued by Sharepro Services (India) Private Limited.

2.6 The settlement of funds for demat and physical shares was completed through existing settlement accounts of the trading members on October 15, 2015 by the Clearing Corporations of the Stock Exchanges.

2.7 The extinguishment of 35,78,947 Shares comprising of (a) 35,75,527 Shares in dematerialized form, and (b) 3,420 Shares in physical form, extinguishment of shares accepted in Demat and physical is under process and will be completed on or before October 21, 2015.

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

Sr. No.	Name	Number of Equity Shares accepted under Buyback	Equity Shares accepted as a % of total Equity shares bought back	Equity Shares accepted as a % of total Post Buyback Equity Shares
1.	EBITO Chemiebeteiligungen AG	1,002,654	28.02%	4.34%
2.	Clariant International Limited	745,814	20.84%	3.23%
3.	Clariant Participations Limited	326,562	9.12%	1.41%
4.	UTI-Dividend Yield Fund	112,526	3.14%	0.49%
5.	Swiss Finance Corporation (Mauritius) Limited	73,403	2.05%	0.32%
6.	National Insurance Company Ltd	56,349	1.57%	0.24%
7.	Progressive Global Finance Private Limited	55,280	1.54%	0.24%
8.	Malabar India Fund Limited	53,819	1.50%	0.23%
9.	HDFC Trustee Company Ltd - A/c HDFC Mid-Cap Opportunities fund	43,615	1.22%	0.19%
10.	Kalpraj Damji Dharamshi	43,118	1.20%	0.19%
11.	Ravindra Raichand Dharamshi	36,853	1.03%	0.16%

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	
Authorised share capital	3,00,00,000 Equity Shares of ₹ 10 each	3,000	3,00,00,000 Equity Shares of ₹ 10 each	3,000
Issued, subscribed and paid up share capital	2,66,60,745 Equity Shares of ₹ 10 each	2,666.07	#2,30,81,798 Equity Shares of ₹ 10 each	2,308.18

Subject to extinguishment of 35,78,947 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 date of LOF	% 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")	1,69,02,080	63.40	1,48,27,050	64.24
Foreign Investors (Including Non-Resident Indians, FIIs and Foreign Mutual Funds)	10,76,828	4.04	82,54,748	35.76
Financial Institutions/Banks & Mutual Funds promoted by Banks/Institutions	11,61,954	4.36		
Others (Public, Public Bodies Corporate etc.)	75,19,883	28.20		
Total	**2,66,60,745**	**100.00**	**2,30,81,798**	**100.00**

Subject to extinguishment of 35,78,947 Equity Shares.

4. **MANAGER TO THE BUYBACK OFFER**

AXIS CAPITAL

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:** ccil@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 Clariant Chemicals (India) Limited.

Sd/-
Dr. Deepak Parikh
Vice Chairman & Managing Director

Sd/-
Dr. (Mrs.) Indu Shahani
Independent Director

Sd/-
Amee Joshi
Company Secretary & Compliance Officer

Place : Navi Mumbai
Date : October 15, 2015

PRESSMAN

Size: 12(w) x 40(h)