

POST OFFER PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS OF INDO TECH TRANSFORMERS LIMITED

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This post offer public announcement ("**Post Offer Public Announcement**") is being issued in accordance with Regulation 18 of the Securities & Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 ("**Delisting Regulations**") by PROLEC-GE Internacional, S. DE R.L. DE C.V. ("**Acquirer**") in respect of the voluntary delisting of the equity shares ("**Equity Shares**") of Indo Tech Transformers Limited ("**Company**") pursuant to the Delisting Regulations. This Post Offer Public Announcement is in continuation of, and should be read in conjunction with the public announcement published on December 20, 2012 ("**Public Announcement**") and the offer letter dated January 2, 2013 ("**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 Public Announcement and the Offer Letter.

The Acquirer issued the Public Announcement seeking to acquire, in accordance with the Delisting Regulations and on the terms and conditions set out therein and in the Offer Letter, 2,724,375 Equity Shares representing the balance 25.65% of the paid-up equity share capital of the Company. The Public Shareholders holding Equity Shares of the Company were invited to tender their Offer Shares ("**Bids**") by submitting a Bid Form to the relevant Bid Centre during the Bid Period. This period, pursuant to the Reverse Book Building Process ("**Reverse Book Building Process**") commenced on January 23, 2013 and closed on January 30, 2013 ("**Bid Period**"), in accordance with the Delisting Regulations.

1. DISCOVERED PRICE

In terms of Regulation 15(1) 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 Book Building Process) is ₹ 250/- (Rupees Two Hundred Fifty only) per Equity Share.

2. FAILURE OF THE DELISTING OFFER

2.1 The total number of Equity Shares tendered by the Public Shareholders in the Delisting Offer, as per BSE Limited website were 1,347,362 Equity Shares of which, the number of Offer Shares tendered at or below the Discovered Price were 1,014,708 Equity Shares. The number of Offer Shares tendered is less than the minimum number of Offer Shares required to be accepted by the Acquirer for the Delisting Offer to be successful in terms of Regulation 17 of the Delisting Regulations. Thus, the Delisting Offer is deemed to have failed in terms of Regulation 19(1) of the Delisting Regulations.

2.2 Accordingly, the Promoter will not acquire any Equity Shares tendered by the Public Shareholders in the Delisting Offer and the Equity Shares of the Company will continue to remain listed on the National Stock Exchange Limited ("**NSE**") and the BSE Limited ("**BSE**").

2.3 The Equity Shares tendered by the Public Shareholders in the Reverse Book Building 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/release from pledge in case of dematerialized shares will be February 13, 2013. The Public Shareholders holding Equity Shares in dematerialized mode are advised to check their demat accounts to confirm receipt of the Equity Shares tendered.

All other terms and conditions of the Public Announcement and the Letter of Offer remain unchanged. This Post Offer Public Announcement is issued on behalf of the Acquirer by the Manager to the Delisting Offer in terms of Regulation 18 of the Delisting Regulations.

All queries may be directed to the Manager to the Delisting Offer or the Registrar to the Delisting Offer.

Manager to the Offer	Registrar to the Offer
 kotak® Investment Banking Kotak Mahindra Capital Company Limited Bakhtawar, 1 st Floor, 229, Nariman Point, Mumbai-400 021 Tel : +91 22 6634 1100; Fax: +91 22 2284 0492 Email: indotech.offer@kotak.com Contact Person: Mr. Ganesh Rane	 LINK INTIME INDIA PVT LTD Link Intime India Private Limited C-13 Pannalal Silk Mill Compound, L B S Marg, Bhandup (West), Mumbai-400 078 Tel: +91 22 2596 7878; Fax: +91 22 2596 0329 Email: indotech.delisting@linkintime.co.in Contact Person: Mr. Pravin Kasare

Signed on behalf of the Acquirer

For the Board of Directors of PROLEC-GE Internacional, S. DE R.L. DE C.V.

Name : Juan Garza	Name : Stephen L. Smith	Name : Luis Carlos Silveyra
Designation : Chairman	Designation : Director	Designation : Secretary of the Board
Date : February 1, 2013	Date : February 1, 2013	Date : February 1, 2013
Place : Monterrey, Mexico	Place : Louisville, KY, USA	Place : Monterrey, Mexico