



Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza  
Bandra Kurla Complex  
Bandra (East)  
Mumbai 400 051

16<sup>th</sup> January, 2013

Department of Corporate Services  
Bombay Stock Exchange Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai 400 001

Dear Sir,

Please find enclosed herewith the information Brochure as received from the acquirer, M/s Prolec GE Internacional, S.DE R.L. DE C.V to the shareholders of Indo Tech Transformers in connection with the Delisting offer.

This is for your information and records please

For Indo Tech Transformers Limited,

D Alwan

Company Secretary

**Indo Tech Transformers Limited**  
DP 14-19 & 36, SIDCO Industrial Estate,  
Thirumazhisai, Chennai - 600 124, India  
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www.prolecge.in

# **Delisting Offer - Indo Tech Transformers Limited**

**THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION**

This information brochure ("Information Brochure") is being issued by PROLEC-GE Internacional, S. DE R.L. DE C.V. (referred to as the "Acquirer") to the shareholders of Indo Tech Transformers Limited ("Company"), in respect of the proposed acquisition and delisting of the equity shares of the Company from the BSE Limited and the National Stock Exchange of India Limited ("collectively referred to as the "Stock Exchanges") in accordance with the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 ("SEBI Regulations").

## **A. Background to the Offer**

The Acquirer has made the delisting offer to acquire all outstanding shares held by Public Shareholders being 2,724,375 shares representing 25.65% of the Company's equity capital ("**Offer Shares**").

## **B. Period of the Offer**

**Bid Opening Date is 10.00 a.m. (Indian Standard Time) on January 23, 2013 and  
Bid Closing Date is 3.00 p.m. (Indian Standard Time) on January 30, 2013. For  
further details, please see section 13 (Bidding Period) of the Offer Letter**

**For any queries, please contact the helpline numbers - + 91 8879673001 / 02 / 03**

## **C. Procedure for Bidding**

### **1. For Offer Shares held in dematerialized form**

- a. You shall instruct your depository participant to transfer your Offer Shares by signing a delivery instruction slip of the Company to the Special Depository Account opened by the Manager to the Offer (details overleaf). Alternatively you may instruct your depository participant to mark a pledge in favour of the Manager to the Offer in favour of the Special Depository Account in respect of the Offer Shares tendered. For further details, please see section 15 of the Offer Letter.
- b. The Public Shareholders who hold their Offer Shares through CDSL will have to execute an inter-depository delivery instruction slip for the purpose of crediting their Offer Shares in favour of the Special Depository Account.

### **2. For Offer Shares held in physical form**

- a. You shall execute valid share transfer deed(s) in respect of the Offer Shares intended to be delivered to the Trading Member and attach thereto all the relevant physical share certificates. The share transfer deed(s) shall be signed by the Public Shareholder(s) in

accordance with the specimen signature(s) registered with the Company and shall also be duly witnessed.

3. For all Public Shareholders (irrespective of whether Offer Shares are held in dematerialized form or physical form)
  - a. You shall submit duly completed Bid Form ("Bid Form") accompanying this Information Brochure to the Trading Member at any of the Bid Centres set out on page 4 of this document during the Bidding Period.
  - b. Public Shareholders may also submit their Bids by registered post or courier (at their own risk and cost) so as to ensure that their Bids are delivered to the following address on or before the prescribed time on the Bid Closing Date: Mr. Sanjeeb Kumar Das, Kotak Securities Limited., Nirlon House, 1st Floor, Opp. Sasmira College, Near Old Passport Office, Dr. A. B. Road, Worli, Mumbai – 400 030.
4. For further details, please see section 15 (Procedure for Bidding) of the Offer Letter.

**Please submit the Bid Form along with all enclosures including acknowledged copy of depository instruction slip / inter depository instruction slip, as applicable or original share certificate & duly executed share transfer deed and deliver to the Bid Centres as mentioned on page no. 4 of this document from 23<sup>th</sup> January 2013 to 30<sup>th</sup> January 2013 between 10.00 a.m. to 3.00 p.m.**

**D. Details of the Special Depository Account**

Details of the Special Depository Account opened with the NSDL are as follows:

|                                 |                                                                  |
|---------------------------------|------------------------------------------------------------------|
| Trading Member                  | Kotak Securities Limited                                         |
| Special Depository Account Name | KMCC – Indo Tech Transformers Limited - Delisting Escrow Account |
| Depository                      | NSDL                                                             |
| Depository Participant          | Kotak Securities Limited                                         |
| DP ID                           | IN300214                                                         |
| Client Identification Number    | 16745936                                                         |

**Public Shareholders can transfer their Offer Shares any time till Bid Closing Date and submit the Bid Form on or prior to the Bid Closing Date.**

**Please refer to Offer Letter for complete details**

**E. General**

This Information Brochure provides some key highlights of the delisting offer of the Company to the Public Shareholders of the Company as on January 11, 2013 and does not contain all of the information that is important to you. To better understand our offer to you, and for a complete description of the legal terms of the offer, you should read the Offer Letter and the accompanying documents. This Information Brochure is being sent to all the shareholders of the Company.

All capitalized terms not defined herein shall have the meaning ascribed to them in the Offer Letter.

In case of any conflict between the terms of this Information Brochure and the Offer Letter, the terms of the Offer Letter would prevail.

**F. For any queries, please contact -**

**Helpline Numbers - + 91 8879673001 / 02 / 03**

Manager to the Offer – Kotak Mahindra Capital Company, Bakhtawar, 1st Floor, 229, Nariman Point, Mumbai 400 021 Tel: +91 22 6634 1100 Fax: +91 22 2284 0492.

Contact Person: Mr. Ganesh Rane

Email: [indotech.offer@kotak.com](mailto:indotech.offer@kotak.com)

Registrar to the Offer - 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

Contact Person: Mr. Pravin Kasare

Email: [indotech.delisting@linkintime.co.in](mailto:indotech.delisting@linkintime.co.in)

The Acquirer accepts full responsibility for the information contained in this Information Brochure

**Signed on behalf of the Acquirer**

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

Name : K R Radhakrishnan

Authorised Signatory

Date : January 11, 2013

Place : New Delhi, India

### Details of Bid Centers

| Sr. No. | Bid Centre/City | Address of Kotak Securities Limited (Trading Member)                                                                                          | Contact Person         | Telephone Numbers  |
|---------|-----------------|-----------------------------------------------------------------------------------------------------------------------------------------------|------------------------|--------------------|
| 1       | Ahmedabad       | 207, 4 <sup>th</sup> Floor, Sakar-II, Ellisbridge Corner, Ashram Road, Ahmedabad 380006                                                       | Mr. Vinod Pujara       | 079 66105901/9     |
| 2       | Bangalore       | 'Umiya Landmark'-II Flr., No:10/7 -Lavelle Road, Bangalore – 560001                                                                           | Mr. James Henry        | 080 66203696       |
| 3       | Chennai         | GRR Business Centre, New No.36, Vaidyaram Street, T.Nagar, Chennai -600017                                                                    | Mr. Mahendra Bhandari  | 044 66462000       |
| 4       | Hyderabad       | 9-1-777, 3rd Floor, Beside ITC Bldg, S D Rd, (Lane Opp. To DBR Diagnosis), Secunderabad 500003                                                | Mr. Pradeep A          | 040 66341681       |
| 5       | Kolkata         | 7th Floor, Apeejay House, Block 'C', 15, Park Street, Kolkata 700016                                                                          | Mr. Saurav Biswas      | 033 22273999       |
| 6       | Mumbai          | Nirlon House, 5th Floor, Dr Annie Besant Road, Near Passport Office, Worli, Mumbai – 400030                                                   | Mr. Sanjeeb Kumar Das  | 022 66529191       |
| 7       | Mumbai          | Kotak Infiniti, 6th Floor, Building No. 21, Infinity Park, Off Western Express Highway, General A. K. Vaidya Marg, Malad (E), Mumbai – 400097 | Ms Purnima Mirani      | 022 66056825       |
| 8       | Mumbai          | 32, Gr Floor., Raja Bahadur Compound, Opp Bank of Maharashtra, Fort, Mumbai-400023.                                                           | Mr. Ramesh Thakur      | 022 22655074/ 84   |
| 9       | Mumbai          | 501, Megor Arcade, Next to Sindhuwadi, M.G.Road, Ghatkopar (E), Mumbai- 400077                                                                | Ms. Prarthana Khandare | 022 67254123       |
| 10      | New Delhi       | 202-217, 2 <sup>nd</sup> Floor, Ambadeep Building, 14, Kasturba Gandhi Marg, New Delhi -110001                                                | Mr. Sumit Arora        | 011 66313131 / 100 |
| 11      | Pune            | 2 <sup>nd</sup> Floor, Kumar Business Center, Bund Garden Road, Opp. Bund Garden, Pune 411001                                                 | Mr. Anand Bhalgat      | 020 66203353       |
| 12      | Surat           | Kotak House, K G Point, 1st Floor, Nr.Ganga Palace, Opp. IDBI Bank, Ghoddod Road, Surat-395007.                                               | Mr. Dhiren Vyas        | 0261 66779664      |