

July 2, 2013

**THE MANAGER
LISTING DEPARTMENT
NATIONAL STOCK EXCHANGE OF INDIA LTD
EXCHANGE PLAZA
BANDRA KURLA COMPLEX, BANDRA
MUMBAI 400 051.**

Fax No.022-26598237/38

Dear Sir,

Scrip symbol: WABCOINDIA

SUB: Disclosures under SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (SEBI(SAST) Regulations)

Please find herewith enclosed the copies of the following disclosures received from WABCO Asia Private Limited, Singapore and Clayton Dewandre Holdings Ltd, Netherlands in connection with acquisition/disposal of shares of the company for your reference and records. The same has been intimated by WABCO Asia Private Limited, Singapore and Clayton Dewandre Holdings Ltd on 28th June 2013 to the Stock Exchanges.

1. WABCO Asia Private Limited - Disclosure under Regulation 10(6) of SEBI(SAST) Regulations.
2. WABCO Asia Private Limited - Disclosure under Regulation 29(1) of SEBI(SAST) Regulations.
3. WABCO Asia Private Limited - Disclosure under Regulation 29(2) of SEBI(SAST) Regulations.
4. Clayton Dewandre Holdings Ltd - Disclosure under Regulation 29(2) of SEBI(SAST) Regulations.

Kindly acknowledge the receipt of the above.

Thanking you,

Yours faithfully,
for **WABCO INDIA LIMITED**



N Sivalai Senthilnathan
General Manager - Finance and Company Secretary

Encl: As above.

Format for Disclosures under Regulation 10(6) – Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	WABCO India Limited ('WABCO India')			
2.	Name of the acquirer(s)	WABCO Asia Private Limited ('WABCO Asia')			
3.	Name of the stock exchange where shares of the TC are listed	BSE Limited, National Stock Exchange of India Limited, Madras Stock Exchange Limited			
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	Off-market inter-se transfer of shares. This transaction is pursuant to an internal group restructuring.			
5.	Relevant regulation under which the acquirer is exempted from making open offer.	Regulation 10(1)(a)(v)			
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, – Whether disclosure was made and whether it was made within the timeline specified under the regulations. – Date of filing with the stock exchange.	Yes 20 th June 2013			
7.	Details of acquisition	Disclosures made/required to be made under regulation 10(5)	Actual		
	a. Name of the transferor / seller	Clayton Dewandre Holdings Ltd	Clayton Dewandre Holdings Ltd		
	b. Date of acquisition	27 th June 2013	27 th June 2013		
	c. Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	14,225,684 shares	14,225,684 shares		
	d. Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	75%	75%		
	e. Price at which shares are proposed to be acquired / actually acquired	Rs. 1650/-	Rs. 1650/-		
8.	Shareholding details	Pre-Transaction		Post-Transaction	
		No. of shares held	% w.r.t. to total share capital of TC	No. of shares held	% w.r.t. to total share capital of TC
	– Each Acquirer / Transferee(*)	NIL	NIL	14,225,684	75%
	– Each Seller / Transferor	14,225,684	75%	NIL	NIL

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For WABCO INDIA LIMITED


N Sivalai Senthilnathan
General Manager-Finance and Company Secretary

Note:

- (*) Shareholding of each entity shall be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

**Signature of the acquirer / Authorised Signatory
For WABCO Asia Private Limited**



Authorised Signatory

Place: Singapore

Date: 28th June 2013

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For WABCO INDIA LIMITED



**N Sivalai Senthilnathan
General Manager-Finance and Company Secretary**

Format for Disclosures under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	WABCO India Limited ('WABCO India')		
2.	Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	WABCO Asia Private Limited ('WABCO Asia')		
3.	Whether the acquirer belongs to Promoter/Promoter group	Yes		
4.	Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited, National Stock Exchange of India Limited, Madras Stock Exchange Limited		
5.	Details of the acquisition of shares/voting rights/holding of the Acquirer and PAC	Number	% w.r.t. total share/voting capital wherever applicable	% w.r.t. total diluted share/voting capital of the TC (*)
	Before the acquisition under consideration, holding of :			
	a) Shares carrying voting rights	NIL	NIL	NIL
	b) Voting rights (VR) otherwise than by equity shares	NIL	NIL	NIL
	c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	NIL	NIL	NIL
	Total (a+b+c)	NIL	NIL	NIL
	Details of acquisition			
	a) Shares carrying voting rights acquired	14,225,684	75%	75%
	b) VRs acquired otherwise than by equity shares	NIL	NIL	NIL
	c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired	NIL	NIL	NIL
	Total (a+b+c)	14,225,684	75%	75%
	After the acquisition, holding of:			
	a) Shares carrying voting rights	14,225,684	75%	75%
	b) VRs otherwise than by equity shares	NIL	NIL	NIL
	c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	NIL	NIL	NIL
	Total (a+b+c)	14,225,684	75%	75%
6.	Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer, etc.)	Off-market, Inter-se transfer.		
7.	Date of acquisition off/ date of receipt of intimation of allotment of shares /VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC.	27 th June 2013		
8.	Equity share capital / total voting capital of the TC before the said acquisition	1,89,67,584		
9.	Equity share capital/ total voting capital of the TC after the said acquisition	1,89,67,584		
10.	Total diluted share/voting capital of the TC after the said acquisition	NIL		

Note:

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For WABCO INDIA LIMITED



N Sivalai Senthilnathan
General Manager-Finance and Company Secretary

(*)Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

Signature of the acquirer / Authorised Signatory
For WABCO Asia Private Limited



Authorised Signatory

Place: Singapore

Date: 28th June 2013

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For WABCO INDIA LIMITED



N Sivalai Senthilnathan
General Manager-Finance and Company Secretary

Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	WABCO India Limited ('WABCO India')		
2.	Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	WABCO Asia Private Limited ('WABCO Asia')		
3.	Whether the acquirer belongs to Promoter/Promoter group	Yes		
4.	Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited, National Stock Exchange of India Limited, Madras Stock Exchange Limited		
5.	Details of the acquisition / disposal /holding of shares/voting rights/holding of the Acquirer and PAC	Number	% w.r.t. total share/voting capital wherever applicable	% w.r.t. total diluted share/voting capital of the TC (*)
	Before the acquisition/ disposal under consideration, holding of :			
	a) Shares carrying voting rights	NIL	NIL	NIL
	b) Voting rights (VR) otherwise than by equity shares	NIL	NIL	NIL
	c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	NIL	NIL	NIL
	Total (a+b+c)	NIL	NIL	NIL
	Details of acquisition / sale			
	a) Shares carrying voting rights acquired / sold	14,225,684	75%	75%
	b) VRs acquired / sold otherwise than by equity shares	NIL	NIL	NIL
	c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired / sold	NIL	NIL	NIL
	Total (a+b+c)	14,225,684	75%	75%
	After the acquisition / sale , holding of:			
	a) Shares carrying voting rights	14,225,684	75%	75%
	b) VRs otherwise than by equity shares	NIL	NIL	NIL
	c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	NIL	NIL	NIL
	Total (a+b+c)	14,225,684	75%	75%
6.	Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer, etc.)	Off-market, Inter-se transfer.		
7.	Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	27 th June 2013		
8.	Equity share capital / total voting capital of the TC before the said acquisition / sale	1,89,67,584		
9.	Equity share capital/ total voting capital of the TC after the said acquisition / sale	1,89,67,584		
10.	Total diluted share/voting capital of the TC after the said acquisition / sale	NIL		

Note:

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For WABCO INDIA LIMITED


 N Sivalai Senthilnathan
 General Manager-Finance and Company Secretary

(*)Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

Signature of the acquirer / Authorised Signatory
For WABCO Asia Private Limited



Authorised Signatory

Place: Singapore

Date: 28th June 2013

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For WABCO INDIA LIMITED



N Sivalai Senthilnathan
General Manager-Finance and Company Secretary

Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	WABCO India Limited ('WABCO India')		
2.	Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	WABCO Asia Private Limited ('WABCO Asia')		
3.	Whether the acquirer belongs to Promoter/Promoter group	Yes		
4.	Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited, National Stock Exchange of India Limited, Madras Stock Exchange Limited		
5.	Details of the acquisition—/ disposal/holding of shares/voting rights/holding of the Acquirer and PAC	Number	% w.r.t. total share/voting capital wherever applicable	% w.r.t. total diluted share/voting capital of the TC (*)
	Before the acquisition/disposal under consideration, holding of:			
	a) Shares carrying voting rights	14,225,684	75%	75%
	b) Voting rights (VR) otherwise than by equity shares	NIL	NIL	NIL
	c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	NIL	NIL	NIL
	Total (a+b+c)	14,225,684	75%	75%
	Details of acquisition / sale			
	a) Shares carrying voting rights acquired / sold	14,225,684	75%	75%
	b) VRs acquired / sold otherwise than by equity shares	NIL	NIL	NIL
	c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired / sold	NIL	NIL	NIL
	Total (a+b+c)	14,225,684	75%	75%
	After the acquisition / sale, holding of:			
	a) Shares carrying voting rights	NIL	NIL	NIL
	b) VRs otherwise than by equity shares	NIL	NIL	NIL
	c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	NIL	NIL	NIL
	Total (a+b+c)	NIL	NIL	NIL
6.	Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer, etc.)	Off-market inter-se transfer		
7.	Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	27 th June 2013		
8.	Equity share capital / total voting capital of the TC before the said acquisition / sale	1,89,67,584		
9.	Equity share capital/ total voting capital of the TC after the said acquisition / sale	1,89,67,584		
10.	Total diluted share/voting capital of the TC after the said acquisition / sale	NIL		

Note:

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For WABCO INDIA LIMITED


N Sivalai Senthilnathan
General Manager-Finance and Company Secretary

(*)Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

Signature of the Seller
For Clayton Dewandre Holdings Ltd



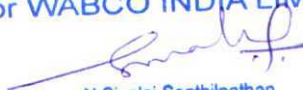
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Authorised Signatory

Place: Rotterdam, the Netherlands
Date: 28th June 2013

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For WABCO INDIA LIMITED



N Sivalai Senthilnathan
General Manager-Finance and Company Secretary