

Sect/6
24 January 2019

<p>To, The Manager Listing Department National Stock Exchange of India Ltd., Exchange Plaza, 5th Floor, Plot No. C/1, G-Block, Bandra Kurla Complex, Bandra (E) Mumbai – 400051</p>	<p>To, The General Manager, Department of Corporate Services BSE Limited New Trading Ring, Rotunda Building, 1st Floor, P.J. Towers, Dalal Street Fort, Mumbai 400001</p>
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Dear Sir/Madam,

Post Delisting Offer Announcement made by The BOC Group Limited (“Acquirer” or the “Promoter”) and Linde Holdings Netherlands B.V. (“PAC”) with respect to voluntary delisting of the equity shares of Linde India Limited (the “Company”) from BSE Limited (“BSE”) and the National Stock Exchange of India Limited (“NSE”) and update on open offer (“Open Offer”) pursuant to Regulation 5A(2) of the Securities and Exchange Board of India (Substantial Acquisitions of Shares and Takeovers) Regulations, 2011 as amended from time to time [“SEBI (SAST) Regulations”] and in accordance with the provisions of the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 as amended from time to time (“Delisting Regulations”)

With reference to the captioned subject, we wish to inform you that we have received a letter dated 24 January 2019 from The BOC Group Limited, the Acquirer, informing that it will publish the Post Delisting Offer Announcement on 25 January 2019, as required in accordance with Regulation 18 of the Delisting Regulations in relation to failure of the Delisting Offer, in the following newspapers:

Newspaper	Language	Editions
Financial Express	English	All Editions
Jansatta	Hindi	All Editions
Mumbai Lakshadeep	Marathi	Mumbai
Arthik Lipi	Bengali	Kolkata

Please find enclosed the abovementioned letter received from The BOC Group Limited for your reference and record and the published version of the Post Delisting Offer Announcement will be sent to you separately tomorrow. Request you to please disseminate the said information on your website for information of the Members and investors of the Company.

This may please be treated as compliance with Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Thanking you,

Yours faithfully



Pawan Marda
Asst. Vice President & Company Secretary



THE LINDE GROUP

The BOC Group Limited

January 24, 2019

The Board of Directors,
Linde India Limited,
Oxygen House, P43,
Taratala Road, Kolkata,
West Bengal, 700088
Tel: +91 33 6602 1600

AND

To,
ICICI Securities Limited
7th floor, ICICI Centre,
H T Parekh Marg,
Curchgate
Mumbai 400021

Dear Sir,

Sub: Post Delisting Offer Announcement with respect to proposal for voluntary delisting of the equity shares ("Equity Shares") of Linde India Limited ("Company") from BSE Limited ("BSE") and the National Stock Exchange of India Limited ("NSE") and update on open offer ("Open Offer") pursuant to Regulation 5A(2) of the Securities and Exchange Board of India (Substantial Acquisitions of Shares and Takeovers) Regulations, 2011, as amended from time to time ("SEBI (SAST) Regulations") and in accordance with the provisions of the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009, as amended from time to time ("Delisting Regulations") ("Delisting Offer").

We refer to the captioned subject. As mentioned in the public announcement dated January 9, 2019 published on January 10, 2019 ("**Public Announcement**") and the letter of offer dated January 9, 2019, dispatched to the Public Shareholders on January 11, 2019 ("**Letter of Offer**"), the Public Shareholders holding Equity Shares of the Company were invited to tender their Equity Shares ("**Bids**") pursuant to the reverse book-building process as prescribed in the Delisting Regulations through the stock exchange mechanism ("**Reverse Book Building**") during the bid period, i.e. January 15, 2019 to January 21, 2019 (both days inclusive) ("**Bid Period**"), in accordance with the Delisting Regulations.

Pursuant to the closure of Bid Period, the Registrar to the Offer has provided us with various records including list of Public Shareholders who participated in the Delisting Offer and the price wise analysis based on the closure file received from the BSE.

In terms of Regulation 15(1) read with Schedule II of the Delisting Regulations, the Discovered Price determined is Rs. 2,025 per Equity Share. The Acquirer and the PAC 1 (both defined below) have decided to reject the Discovered Price, pursuant to which the Delisting Offer is deemed to have failed in terms of Regulation 19(1) of the Delisting Regulations. Accordingly, the Acquirer and the PAC 1, along with Praxair, Inc. ("**PAC 2**") (PAC 1 and PAC 2 collectively referred to as the **PACs**), shall resume the Open Offer in terms of Regulation 5A of the SEBI (SAST) Regulations, and the draft letter of offer for the Open Offer shall be filed with SEBI within five (5) working days of the Post Delisting Offer Announcement.



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In accordance with Regulation 18 of the Delisting Regulations, we, The BOC Group Limited (“**Acquirer**” or the “**Promoter**”) along with Linde Holdings Netherlands B.V (“**PAC 1**”) will publish the public announcement on January 25, 2019 (“**Post-Offer Public Announcement**”) in the following newspapers:

Newspaper	Language	Editions
Financial Express	English	All Editions
Jansatta	Hindi	All Editions
Mumbai Lakshadeep	Marathi	Mumbai
Arthik Lipi	Bengali	Kolkata



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For, THE BOC GROUP LIMITED

Benjamin Patterson
Director