Ingersoll-Rand Agrees to Acquire Remaining Interest in CISA, Italy-based Manufacturer of Locks, Security Products and Architectural Hardware

Hamilton, Bermuda, December 20, 2004--Ingersoll-Rand Company Limited (NYSE:IR), a leading diversified industrial firm, today announced that it has entered into an agreement to acquire the remaining 70-percent interest in Italy-based CISA S.p.A. for a purchase price of approximately Euro 200 million in cash, resulting in a total purchase price for CISA of approximately Euro 265 million and the assumption of approximately Euro 200 million of debt. Ingersoll-Rand had acquired a 30-percent interest in CISA in the first quarter of 2002. The transaction, which is subject to regulatory approval, is expected to close early in the first quarter.

CISA, which was founded in 1926, manufactures an array of security and safety products, including electronic locking systems, cylinders, door closers, and panic hardware, and also markets safes and padlocks. The company operates worldwide, marketing its products under the leading brands of CISA, Bricard, and CISA Cerraduras, and employs approximately 2,500 people. CISA's 2004 revenues are estimated at Euro 220 million. The acquisition is expected to be accretive to earnings in 2005.

"Our acquisition of CISA expands the geographic reach of our security and safety business and provides an established and proven European platform to pursue global growth opportunities," said Herbert L. Henkel, chairman, president and chief executive officer. "The addition of CISA to Ingersoll-Rand's security and safety offerings creates a complete solutions portfolio for our customers in the Americas, and in the European and Asia-Pacific markets."

Ingersoll-Rand is a leading innovation and solutions provider for the major global markets of Climate Control, Industrial Solutions, Infrastructure, and Security and Safety. The company's diverse product portfolio encompasses such leading industrial and commercial brands as Schlage locks and security solutions; Thermo King transport temperature control equipment; Hussmann commercial and retail refrigeration equipment; Bobcat compact equipment; Club Car golf cars and utility vehicles; and Ingersoll-Rand industrial and construction equipment. In addition, IR offers products and services under many more premium brands for customers in industrial and commercial markets. Further information on IR can be found on the company's web site at www.irco.com.

This news release includes "forward-looking statements" that involve risks and uncertainties. Political, economic, climatic, currency, tax, regulatory, technological, competitive and other factors could cause actual results to differ materially from those anticipated in the forward-looking statements. In addition, economic and regulatory conditions and other factors could affect the timing or completion of the transaction. Additional information regarding risk factors and uncertainties is detailed from time to time in the company's SEC filings, including but not limited to its report on Form 10-Q for the quarter ended September 30, 2004.