ADVERTISEMENT UNDER REGULATION 18(7) IN TERMS OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011 (AS AMENDED) TO THE SHAREHOLDERS OF

INTEC CAPITAL LIMITED

This advertisement ("**Advertisement**") is being issued by ICICI Securities Limited ("**Manager to the Offer**") for and on behalf of Intec Worldwide Private Limited ("**Acquirer I**"), Pantec Devices Private Limited ("**Acquirer II**"), Pantec Consultants Private Limited ("**Acquirer III**"), India Business Excellence Fund II ("**Acquirer IV**") and India Business Excellence Fund IIA ("**Acquirer V**") (Acquirer I, Acquirer II, Acquirer III, Acquirer IV and Acquirer V collectively referred as "**Acquirers**") pursuant to and in compliance with Regulation 18(7) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (as amended) ("**SEBI (SAST) Regulations, 2011**") in respect of the open offer ("**Open Offer**") to acquire up to 4,775,225 (Four Million Seven Hundred Seventy Five Thousand Two Hundred and Twenty Five) fully paid-up equity shares of the Target Company having a face value of ₹ 10 each ("**Equity Shares**"), representing 26% of the fully diluted voting equity share capital of the Target Company as of the 10th (tenth) Working Day from Closure of Tendering Period. The detailed public statement ("**DPS**") with respect to the Offer was published on Wednesday, August 21, 2013 in Financial Express, Jansatta and Mumbai Lakshadeep (Mumbai edition). The letter of offer dated Friday, December 27, 2013 ("**Letter of Offer**") with respect to the Open Offer was dispatched to the Shareholders by Tuesday, December 31, 2013. Capitalised terms used but not defined in this Advertisement shall have the meaning assigned to such terms in the DPS and Letter of Offer, as applicable.

1. The offer price is ₹ 109.45 (Rupees One Hundred and Nine and Paise Forty Five) per Equity Share ("**Offer Price**"). There has been no revision to the Offer Price.
2. The committee of independent directors of the Target Company ("**IDC**") has recommended that the Offer Price of ₹ 109.45 (Rupees One Hundred and Nine and Paise Forty Five) per Equity Share is fair and reasonable. The IDC has perused the report of M/s S.S. Kothari Mehta & Co., an independent external professional advisor and the share valuation report of M/s. Vijay Mukesh & Co., an independent Chartered Accountant to verify whether the Offer Price is fair and reasonable. The recommendations of the IDC were published on Monday, December 23, 2013 in the same newspapers in which the DPS was published viz. in the Financial Express, Jansatta and Mumbai Lakshadeep (Mumbai edition).
3. The Open Offer is not a competing offer in terms of Regulation 20 of the SEBI (SAST) Regulations, 2011.
4. The Letter of Offer was dispatched to all the Shareholders by Tuesday, December 31, 2013. Please note that a copy of the Letter of Offer (including the Form of Acceptance-cum-Acknowledgement) will also be available on the SEBI's website (www.sebi.gov.in) during the Tendering Period of the Open Offer and the Shareholders can also apply by downloading such form from SEBI's website. Further, in case of non-receipt/non-availability of the Form of Acceptance-cum-Acknowledgement, the application can be made on plain paper along with the following details:
   - **(a) In the case of Equity Shares held in physical form**: Name(s) and address(es) of joint holder(s) (if any), number of Equity Shares held, number of Equity Shares tendered, distinctive numbers, folio numbers, original share certificate(s), original broker contract note of a registered broker (in case of unregistered Shareholders) and valid share transfer form(s). The details of the Acquirer should be kept blank.
   - **(b) In case of Equity Shares held in dematerialized form**: Name, address, number of Equity Shares held, number of Equity Shares tendered, DP name, DP ID, account number together with photocopy or counterfoil of the delivery instruction slip in "off market" mode, duly acknowledged by the DP for transferring the Equity Shares in favour of "**BSPL ESCROW A/C ICL OPEN OFFER**" as per the details given below:

Depository Participant Name	HDFC Bank Limited
DP ID	IN301549
Client ID	38399966
ISIN	INE017E01018
Account Name	BSPL ESCROW A/C ICL OPEN OFFER
Depository	National Securities Depository Limited

5. Shareholders having their beneficiary account in Central Depository Services (India) Limited (**"CDSL"**) are required to use the inter-depository delivery Instruction slips for the purpose of crediting their Equity Shares in favour of the Depository Escrow Account with NSDL.
6. In terms of Regulation 16(1) of the SEBI (SAST) Regulations, 2011, the draft Letter of Offer was submitted to SEBI on Wednesday, August 28, 2013. The observations from SEBI, in terms of regulation 16(4) of the SEBI (SAST) Regulations, 2011, received by the Manager to the Offer by way of their letter bearing reference number CFD/DCR2/OW/32384/2013 dated Thursday, December 19, 2013 have been incorporated in the Letter of Offer.
7. The Acquirers and the promoter group of the Target Company have not acquired any Equity Shares from the date of PA i.e. August 13, 2013, till the period ending three working days prior to the commencement of the Tendering Period other than for Acquirer II who has acquired through market purchases on BSE Limited 2,397,149 Equity Shares representing 13.052% of the diluted voting share capital.
8. The result of the postal ballot was notified by the Target Company to the Stock Exchanges on November 8, 2013, wherein the shareholders of the Target Company approved the preferential allotment of Acquirer IV- Equity Shares.
9. To the best of the knowledge of the Acquirers, no statutory approvals are required by them to complete this Open Offer. However, in case of any statutory approvals being required before the Closure of the Tendering Period, this Open Offer will be subject to such approvals and the Acquirers shall make the necessary applications for such approvals.
10. Schedule of Activities

SCHEDULE OF MAJOR ACTIVITIES RELATING TO THE OPEN OFFER		
NATURE OF THE ACTIVITY	DAY AND DATE	
	ORIGINAL SCHEDULE	REVISED SCHEDULE
Issue of PA	Tuesday, August 13, 2013	Tuesday, August 13, 2013
Publication of the DPS in newspapers	Wednesday, August 21, 2013	Wednesday, August 21, 2013
Filing of draft Letter of Offer with SEBI along with soft copies of the PA and the DPS	Wednesday, August 28, 2013	Wednesday, August 28, 2013
Last date for a competitive offer	Thursday, September 12, 2013	Thursday, September 12, 2013
Last date for receipt of comments from SEBI on this draft Letter of Offer (in the event SEBI has not sought clarification or additional information from the Manager to the Offer)	Thursday, September 19, 2013	Thursday, December 19, 2013
Identified Date*	Monday, September 23, 2013	Monday, December 23, 2013
Last date for dispatch of the Letter of Offer to the eligible Shareholders	Monday, September 30, 2013	Tuesday, December 31, 2013
Commencement of Tendering Period	**Tuesday, October 8, 2013**	**Tuesday, January 7, 2014**
Closure of Tendering Period	**Tuesday, October 22, 2013**	**Tuesday, January 21, 2014**
Last date of payment of consideration to the eligible Shareholders of the Target Company who validly tender their Equity Shares in this Open Offer	Wednesday, November 6, 2013	Tuesday, February 4, 2014

** Identified Date is only for the purpose of determining the Shareholders as on such date to whom the Letter of Offer shall be sent. It is clarified that all the Shareholders (registered or unregistered) of the Target Company are eligible to participate in this Open Offer at any time before expiry of the Tendering Period.*

The Acquirers along with their respective directors, severally and jointly accept full responsibility for the information contained in this Advertisement and also accept responsibility for the obligations of the Acquirers laid down under the SEBI (SAST) Regulations, 2011. This public announcement is expected to be available on SEBI's website (http://www.sebi.gov.in/).

ISSUED FOR AND ON BEHALF OF THE ACQUIRERS BY THE MANAGER TO THE OFFER

ICICI Securities

ICICI Securities Limited
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Place : New Delhi
Date : January 4, 2014

PRESSMAN
Ad size: 12(w) x 33(h)