PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE PUBLIC SHAREHOLDERS OF MULTIBASE INDIA LIMITED UNDER REGULATION 4 READ WITH REGULATIONS 5(1), 13(2)(e) AND 15(1) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011 AND SUBSEQUENT AMENDMENTS THERETO

Open offer ("Offer" / "Open Offer") for acquisition of up to 3,155,006 fully paid-up equity shares of face value of INR 10 (Indian Rupees Ten only) each, representing 25.00% of the fully diluted voting equity share capital of Multibase India Limited ("Target Company") from all the Public Shareholders (defined hereinafter) of the Target Company by Multibase S.A. ("Acquirer") along with Dow Corning Corporation ("DCC" or "PAC") in its capacity as a person acting in concert with the Acquirer. Save and except for the PAC, no other person is acting in concert with the Acquirer for the purpose of this Offer.

This public announcement ("**Public Announcement**" or "**PA**") is being issued by HSBC Securities and Capital Markets (India) Private Limited, the manager to the Offer (the "**Manager**"), for and on behalf of the Acquirer and the PAC, to the Public Shareholders pursuant to and in compliance with Regulations 4, read with Regulations 5(1) and 15(1) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments thereto (the "**SEBI (SAST) Regulations**").

For the purpose of this Public Announcement, "**Public Shareholders**" shall mean all the shareholders of the Target Company excluding (i) the shareholders forming a part of the promoter / promoter group of the Target Company, and (ii) the PAC or persons deemed to be persons acting in concert with the Acquirer.

1. Offer Details

1.1 **Size:** Up to 3,155,006 (Three Million One Hundred Fifty-Five Thousand and Six Only) fully paid up equity shares of face value of INR 10.00 (Indian Rupees ten only) each of the Target Company ("**Offer Shares**"), constituting 25.00% of the fully diluted voting equity share capital of the Target Company ("**Voting Share Capital**"), as of the 10th (tenth) working day from the closure of the tendering period.

1.2 **Price / Consideration:** The Offer is made at a price of INR 245.65 **(**Indian Rupees Two Hundred Forty Five and Paise Sixty Five only) per Offer Share (the "**Offer Price**") which comprises an offer price of INR 229.31 (Indian Rupees Two Hundred Twenty Nine and Paise Thirty One only) determined in accordance with Regulation 8(3) of the SEBI (SAST) Regulations and an enhancement of INR 16.34 (Indian Rupees Sixteen and Paise Thirty Four only) per Offer Share, that is, 10% (ten per cent) per annum for the period between December 10, 2015 and August 26, 2016, the date by which the detailed public statement ("**DPS**") will be published, in accordance with Regulation 8(12) of the SEBI

(SAST) Regulations. The equity shares of the Target Company are frequently traded in terms of Regulation 2(1)(j) of the SEBI (SAST) Regulations.

1.3 **Mode of Payment (cash/ security):** The Offer Price would be paid in cash by the Acquirer in accordance with Regulation 9(1)(a) of the SEBI (SAST) Regulations.

1.4 **Type of Offer (Triggered offer, voluntary offer/competing offer, etc.):** This Offer is made in compliance with Regulations 4 and 5(1) of the SEBI (SAST) Regulations. The thresholds specified under Regulation 5(2) of the SEBI (SAST) Regulations are not applicable.

2. Transaction which has triggered the open offer obligations (Underlying Transaction)

2.1 Multibase S.A. holds 75.00% of the Voting Share Capital of the Target Company and is also the existing promoter of the Target Company. 99.997% of the paid-up equity share capital of Multibase S.A. is held by Dow Corning France S.A.S. ("**DC France**"), which is a wholly owned subsidiary of DC Global Holdings S.a.r.l, which in turn is a wholly owned subsidiary of DCC. Prior to the transaction which has triggered the Open Offer obligations, DCC was a 50:50 joint venture between Dow Holdings LLC (a wholly owned subsidiary of The Dow Chemical Company ("**TDCC**") and Corning Incorporated ("**Corning**"). TDCC has no direct equity interest in any Indian company, nor in their assets or properties or business. TDCC has no direct presence in India; it does not carry on any business directly in India and it does not directly own any property or asset in India). The companies operating under TDCC across all its markets are together classified as the "Dow Group".

2.2 On December 11, 2015, TDCC announced that it had entered into a definitive agreement dated as of December 10, 2015 with Corning, DCC and HS Upstate Inc. ("**Splitco**") to restructure the ownership of DCC. Under the terms of the agreement Corning agreed to exchange with DCC its 50% stock interest in DCC for 100% of the stock of Splitco (the "**Transaction**").

2.3 On June 1, 2016, TDCC announced the closing of the Transaction as outlined above pursuant to which Corning exchanged with DCC its 50% equity interest in DCC for 100% of the stock of Splitco (which holds a 40.25% ownership interest in the Hemlock Semiconductor, and other assets, including approximately US$4.8 billion in cash). In connection with the Transaction, on May 31, 2016, DCC incurred US$4.5 billion of indebtedness in order to fund the contribution of cash to Splitco. Pursuant to the Transaction, Corning's interest and indirect voting rights in the Target Company, held indirectly through DCC, have been acquired by DCC thereby resulting in an indirect change in control over the Target Company. Accordingly, this Offer is being made under Regulations 4 and 5(1) of the SEBI (SAST) Regulations.

2.4

Details of underlying transaction						
Type of Transaction (direct/ indirect)	**Mode of Transaction (Agreement/ Allotment/ market purchase)**	**Shares / Voting rights acquired/ proposed to be acquired**		**Total Consideration for shares /Voting Rights acquired (INR in Crores)**	**Mode of payment (Cash/ securities)**	**Regulation which has triggered**
		Number	**% vis à vis total equity / voting capital**			
Indirect Acquisition	Please refer to paragraphs 2.1 and 2.2 above.	Pursuant to the Transaction, Corning's interest and indirect voting rights in the Target Company, held indirectly through DCC, have been acquired by DCC thereby resulting in an indirect change in control over the Target Company. The shareholding of the Acquirer in the Target Company prior to and post the Transaction is 9,464,994 equity shares of the Target Company representing 75.00% of the voting share capital of the Target Company.		Not applicable as this is an indirect acquisition.	Not applicable as this is an indirect acquisition.	Regulation 4 read with Regulation 5(1) of SEBI (SAST) Regulations.

3. **<u>Acquirer and PAC</u>**

Details	Acquirer	PAC	Total
Name of Acquirer	Multibase S.A.	Dow Corning Corporation	N.A.
Address	ZI Zone Industrielle Chartreuse Guiers 38380 Entre-Deux-Guiers France	Corporate Center, 2200 W. Salzburg Rd., Auburn, Michigan U.S.A. 48611	N.A.
Name(s) of persons in control/promoters of Acquirer where Acquirer is a company	The Acquirer, a private company limited by shares, was incorporated on July 2, 1934 under the laws of France (company registration number: 055.502.868 RCS Grenoble). 99.997% of the fully paid-up equity voting share capital of the Acquirer is held by DC France while the balance 0.003% of the fully paid-up share capital of the Acquirer is held by local nominee shareholders. DC France is a company registered under the laws of France, and is a wholly owned subsidiary of DC Global Holdings S.a.r.l, registered with the Trade Luxembourg Registry under nr. B 160.837, which in turn is a wholly owned subsidiary of DCC. DCC is registered in Michigan, United States and is a wholly owned subsidiary of Dow Holdings LLC which is a wholly owned subsidiary of TDCC, a publicly listed company registered in the State of Delaware, United States.	The PAC, a private company limited by shares, was incorporated on February 17, 1943 under the laws of the State of Michigan, U.S.A. (company registration number: 158765). The PAC is a wholly owned subsidiary of Dow Holdings LLC, which in turn is a wholly owned subsidiary of TDCC.	N.A.

Details	Acquirer	PAC	Total
Name of the group, if any, to which the Acquirer belongs to	Dow Group	Dow Group	N.A.
Pre-transaction shareholding • Number • % of total share capital	9,464,994 75.00%	Nil	9,464,994 75.00%
Proposed shareholding after the acquisition of shares (including Offer Shares) which triggered the Open Offer	12,620,000* 100.00%*	Nil	12,620,000* 100.00%*
Any other interest in the Target Company	The Acquirer is the current promoter of the Target Company. Acquirer has the right to receive dividend from the Target Company, if and when declared by the Target Company. The Target Company enters into various related party transactions in the course of its business with other subsidiaries of DCC such as sale of goods,	The Acquirer is the current promoter of the Target Company. 99.997% of the paid-up equity share capital of the Acquirer is held by DC France which is a wholly owned subsidiary of DC Global Holdings S.a.r.l, which in turn is a wholly owned subsidiary of the PAC.	N.A.

Details	Acquirer	PAC	Total
	purchase of goods, royalty, reimbursement of cost and support charges among others. Related party transactions are disclosed in the annual report of the Target Company. Three members of the board of directors of the Target Company- Ms. Suely Yoshinori Ono Mori (Non-Executive Director), Mr. Krishna Hanumant Joshi (Non-Executive Director) and Ms. Maithilee Kaizad Mistry (Additional Director-Non executive) are employed by or deputed from various companies which are part of the Dow Group and by virtue of their employment and/or deputation they are representatives of the Dow Group and in terms of Regulation 24(4) of the SEBI (SAST) Regulations, 2011, these directors have neither participated nor shall participate in any deliberations of the board of directors of the Target Company or vote on any matter in relation to the Open Offer.		

*Assuming full acceptance of the Offer

4. **<u>Details of the selling shareholders, if applicable</u>** – Not applicable

5. **<u>Target Company</u>**

Name: Multibase India Limited

Registered Office: 74/5-6, Daman Industrial Estate, Kadaiya Village, Nani Daman, Daman and Diu, Union Territory – 396210, India.

Exchanges where listed: Equity shares of the Target Company are listed on BSE Limited. Scrip code: 526169, Scrip ID: MULTIBASE.

6. **<u>Other Details</u>**

6.1 The DPS to be issued under the SEBI (SAST) Regulations shall be published by August 26, 2016 as required by Regulation 13(4) of the SEBI (SAST) Regulations. The DPS shall, *inter alia*, contain details of the Offer including detailed information on the Offer Price, the Acquirer, PAC, the Target Company, the background to the Offer, the statutory approvals required (including for the Offer) and details of financial arrangements and other terms of the Offer.

6.2 The Acquirer and PAC undertake that they are aware of and will comply with their obligations under the SEBI (SAST) Regulations. The Acquirer and PAC have adequate financial resources to meet their obligations under the Offer and have made firm financial arrangements for financing the acquisition of the Offer Shares in terms of Regulation 25(1) of the SEBI (SAST) Regulations.

6.3 The Acquirer and the PAC confirm that the Offer Price is in accordance with requirements of Regulation 8(3) read with Regulation 8(12) of the SEBI (SAST) Regulations.

6.4 The Offer is not conditional upon any minimum level of acceptance pursuant to the terms of Regulation 19 of the SEBI (SAST) Regulations.

6.5 The Offer is not a competing offer in terms of Regulation 20 of the SEBI (SAST) Regulations.

6.6 All information in relation to the Target Company contained in the Public Announcement is based on publicly available information.

Issued by the Manager to the Offer

HSBC

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Contact Person: Ms. Shreye Mirani / Mr. Rishabh Garg
SEBI Registration Number: INM000010353

On behalf of the Acquirer and the PAC

Multibase S.A.	Dow Corning Corporation
Place: France	**Place: United States**
Date: August 18, 2016	**Date: August 18, 2016**
(Local time: 20:40 hrs)	***(Local time: 14:40 hrs)***