

CORRIGENDUM TO THE PUBLIC ANNOUNCEMENT TO THE EQUITY SHAREHOLDERS OF SHREE RAMA MULTI-TECH LIMITED

(Registered Office: 603, Shikhar Shreemali Society, Near Vadilal House, Mithakhali, Navrangpura, Ahmedabad – 380 009; Tel. No.: 079 – 2656 9855; 2656 9455; Fax No.: 079 – 2656 2667)

This Corrigendum to the Public Announcement (“Corrigendum”) is being issued by PL Capital Markets Pvt. Ltd. (“PLCM” or “Manager to the Offer”), for and on behalf of Nirma Industries Private Ltd. (“NIPL”) and Nirma Chemical Works Private Ltd. (“NCWPL”) (hereinafter jointly referred as “Acquirers”) to the equity shareholders of Shree Rama Multi-Tech Ltd. (“SRMTL” or “Target Company”) pursuant to and in compliance with Regulations 10 and 12 of the Securities and Exchange Board of India (Substantial Acquisition of Shares & Takeovers) Regulations, 1997 & subsequent amendments thereto (“Regulations”). This Corrigendum should be read in continuation of and in conjunction with the PA made in accordance with Regulation 15(1) of the Regulations in the same newspapers on 26th July, 2005 and the Letter of Offer dated 9th January, 2014 which has been dispatched to the Shareholders of SRMTL on 11th January, 2014. Capitalized terms used but not defined in this Corrigendum shall, except to the extent modified hereunder, have the same meanings as assigned to such terms in the PA and/or the Letter of Offer.

The Shareholders are requested to note the following significant developments / information related to the Offer following the date of the PA until the date of this Corrigendum:

- The PA for the captioned Offer in terms of Regulation 15 of the Regulations was made by LKP Shares and Securities Ltd. being the then manager to the Offer, on behalf of the Acquirers. Subsequently, the Acquirers discovered fraudulent embezzlement of funds in SRMTL and requested SEBI to allow them to withdraw the Offer, which was rejected by SEBI vide its letter dated April 30, 2007. The Acquirers filed an appeal before the Hon'ble Securities Appellate Tribunal (“SAT”) under Section 15T of the SEBI Act. The Hon'ble SAT vide its order dated 5th June, 2008 rejected the appeal of the Acquirers. In response to said order of the SAT, the Acquirers made an appeal to the Hon'ble Supreme Court of India. The Hon'ble Supreme Court of India vide order dated 9th May, 2013 dismissed the appeal of the Acquirers and upheld the decision of SEBI and SAT whereby the Acquirers were denied the right to withdraw the Offer.
- Accordingly, in terms of the order of the Supreme Court of India, the Acquirers are now completing the Offer made vide the PA. The Regulations have since been replaced by the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations 2011 (“**New Regulations**”). However, since the PA of the Offer was made prior to the New Regulations coming into force, the Offer has been made in accordance with the provisions of the Regulations.
- For the purpose of completing the Offer, the Acquirers have decided to appoint PLCM, as the Manager to the Offer in place of LKP Shares and Securities Ltd. Accordingly, the Acquirers, LKP Securities Ltd. (the merged entity after LKP Shares and Securities Ltd. was merged into LKP Securities Ltd.) and PLCM have executed a letter on June 8, 2013 whereby it has been agreed by all parties that the engagement of LKP Securities Ltd. as manager to the Offer is substituted by PLCM. The Acquirers vide letter dated June 10, 2013 have appointed PLCM, as the Merchant Banker to the Offer, in terms of Regulation 13 of the Regulations.
- Similarly there has been a change in the Registrar to the Offer. Earlier, Intime Spectrum Registry Ltd. (now called Link Intime India Private Ltd.) was appointed by the Acquirers as the registrar to the Offer. Subsequently, the Acquirers have decided to appoint Karvy Computershare Pvt. Ltd as the Registrar to the Offer. A confirmatory letter dated June 14, 2013 was executed between the Acquirers, Link Intime India Private Ltd. and Karvy Computershare Pvt. Ltd., whereby, the engagement of Link Intime India Private Ltd. as the registrar to the Offer was terminated and Karvy Computershare Pvt Ltd was appointed as the Registrar to the Offer.
- Nirma Industries Ltd. was converted into private limited company and a fresh certificate of incorporation was issued on 20th February, 2009 and its name changed to “Nirma Industries Pvt. Ltd.”
- Nirma Chemical Works Ltd. was converted into private limited company and a fresh certificate of incorporation was issued on 25th February, 2009 and its name changed to “Nirma Chemical Works Pvt. Ltd.”
- A revised Draft Letter of Offer (DLOF) in respect of the Offer has been filed by PLCM with SEBI, Mumbai on August 1, 2013 in terms of the Regulations. SEBI has issued its final comments on the DLOF vide its letter bearing number CFD/DCR/SKS/138/2014 dated January 2, 2014.
- The Original Shareholders will be entitled to receive Applicable Interest. The relevant definitions are as under:
 - Original Shareholders:** Those registered Shareholders (excluding the Acquirers, Issuer Companies and Pledger Sellers) who were holding Share(s) as on Trigger Date i.e. 22nd July, 2005 and continue to hold the same Share(s) till the date of offering those Share(s) in this Offer
 - Applicable Interest:** Rs. 14.31 per Share payable to Original Shareholders as defined above towards the delay in the payment of Offer Price i.e. from 14th June, 2006 till 19th February, 2014 being the assumed last date of payment at a simple interest rate of 10% per annum (the interest amount is subject to change depending upon the actual date of payment). (For further details please refer para 5.3 of the Letter of Offer).
- Applicable Interest paid to Original Shareholders of SRMTL will be reduced from the net interest received by NIPL on the fixed deposits kept with Bank of Baroda to meet its obligation towards maintaining an escrow account. If there is any surplus of net interest received on such fixed deposits over the Applicable Interest paid to Original Shareholders of SRMTL, such surplus will be transferred to the SEBI Investor Protection and Education Fund. If the amount of interest payable is greater than the amount of net interest received by NIPL on the fixed deposits kept with Bank of Baroda to meet its obligation towards maintaining an escrow account the additional amount will be paid by the Acquirers and no amount will be transferred to the SEBI Investor Protection and Education Fund.

Consequent to the above mentioned developments related to the Offer following the date of the PA and also due to the passage of time until the date of this Corrigendum, the shareholders of SRMTL are requested to note the following modifications/ update to the information provided in the PA published on 26th July 2005:

- In the PA, wherever the reference of “Nirma Industries Ltd.” and “NIPL” is appearing, it stands revised as “Nirma Industries Pvt. Ltd.” and “NIPL” respectively.
- In the PA, wherever the reference of “Nirma Chemical Works Ltd.” and “NCWL” is appearing, it stands revised as “Nirma Chemical Works Pvt. Ltd.” and “NCWPL” respectively.
- The para no. 1.2 of the PA stands revised as under:

“NIPL held 1264 Premium Notes while NCWPL held 3630 Premium Notes as on the date of the PA. Presently, the Acquirers do not hold any Premium Notes.”
- The para no. 2.1 of the PA stands revised as under:

“The Acquirers are making the Offer in terms of Regulations 10 and 12 of the Regulations.”
- The para no. 2.2 of the PA stands revised as under:

“The Offer is being made in terms of Regulations 10 and 12 of the Regulations to all the shareholders of the Target Company (except Acquirers, Issuer Companies and Pledger Sellers) to acquire upto 1,26,93,601 Shares, representing 20% of the issued, subscribed and paid up capital i.e. voting capital as of 15 days from the Offer Closing Date at a price of Rs. 18.60 per Share paid in cash, in terms of Regulation 20 of the Regulations. Over and above Rs. 18.60 per Share, the Original Shareholders would also be entitled to receive Rs. 14.31 per Share towards Applicable Interest in terms of the Regulations.”
- The para no. 2.3 of the PA stands revised as under:

“SRMTL’s issued, subscribed and paid-up capital as on January 8, 2014 comprises of 6,34,68,005 equity shares of face value of Rs. 5 each fully paid up, aggregating to Rs. 31,73,40,025 and hence the minimum number of Shares for which this Offer is made is computed on the current enhanced equity capital of the Target Company.”
- The para no. 2.4 of the PA stands revised as under:

“The Offer is not subject to any minimum level of acceptance. The Acquirers will acquire all the Shares, that are validly tendered and accepted in terms of this Offer, upto 1,26,93,601 Shares.”
- The para no. 2.6 of the PA stands revised as under:

“NCWPL was holding 18,11,419 Shares as on the date of triggering the Offer. NCWPL sold all these 18,11,419 Shares in open market after the PA. NIPL was holding 11,80,000 Shares as on date of triggering the Offer. NIPL sold all these 11,80,000 Shares in open market after the PA. Consequent to invocation of pledge, which triggered the Offer, 1,42,88,700 Shares were transferred to the demat account of NIPL in July 2005. NIPL transferred 1,10,83,817 Shares on 26th June, 2013 through an off market transfer to the demat account of NCWPL without any consideration. Current shareholding of NIPL in SRMTL is 32,04,883 Shares and of NCWPL in SRMTL is 1,10,83,817 Shares i.e. the Acquirers holding in SRMTL is 1,42,88,700 Shares, representing 22.51% of the existing issued, subscribed and paid up and voting capital of Target Company.”
- The para no. 2.8 of the PA stands revised as under:

“The Shares are listed on the BSE Ltd. (“**BSE**”) and National Stock Exchange of India Ltd. (“**NSE**”). The Shares are frequently traded on the BSE and the NSE, within the meaning of Explanation (i) to Regulation 20(5) of the Regulations (Source: www.bseindia.com, www.nseindia.com). The equity shares of SRMTL have been delisted from Ahmedabad Stock Exchange with effect from June 15, 2007.”
- The following line is added at the end of para no. 2.11:

“The Equity Shares of SRMTL have been delisted from Ahmedabad Stock Exchange with effect from June 15, 2007.”
- The para no. 2.13 of the PA stands revised as under:

“PL Capital Markets Private Limited, the Manager to the Offer, does not hold any equity shares in SRMTL. They declare and undertake that they shall not deal in the shares of SRMTL during the period commencing from the date of their appointment as Manager to the Offer till the expiry of 15 days from the date of closure of the Offer”
- In the para no. 3.1 of the PA, “Tel: 079-2754 6565” stands revised as “Tel: 079-6512 6505”.
- The following information is added in para no. 3.2 of the PA to provide recent information as on the date of the Letter of Offer:

“The shareholding pattern of NCWPL as on the date of the Letter of Offer is:

Sr. No.	Name of the Shareholder	No. of shares held	%
A.	Promoters/ Promoter Group		
1.	Shri Ambubhai M. Patel (Holding as Trustee on behalf of S. K. Patel Family Trust)	19,40,000	97.00
2.	Smt. Shantaben K. Patel	10,000	0.50
3.	Shri Hirenbhai K. Patel	8,000	0.40
4.	Shri Rakeshbhai K. Patel	8,000	0.40
5.	Shri Ambubhai M. Patel (Holding as Trustee on behalf of Khodidas Vandas Patel Discretionary Trust)	10,000	0.50
6.	Nirma Credit and Capital Pvt. Limited	20,000	1.00
7.	Smt. Rajalben H. Patel	2,000	0.10
8.	Smt. Keyuriben R. Patel	2,000	0.10
B.	FI/ Mutual-Funds/ FIs/Banks	Nil	0.00
C.	Public	Nil	0.00
	Total	20,00,000	100.00

- The para no. 3.4 of the PA contained financials of NCWPL which stands updated as under:

“Certified limited review financial data (unaudited) for NCWPL not older than 6 months as of the date of this Corrigendum to PA are summarised below:

(Rupees in Lacs)	
Particulars	1st April, 2013 to 30th November, 2013
Total Income	2,906.17
Profit After Tax	1,912.00
Networth	71,986.43

Other Financial Data for the period from	Unit	1st April, 2013 to 30th November, 2013
Dividend	(%)	Nil
Earning per share (face value of Rs. 10)	(Rs.)	95.60
Return on networth	(%)	2.66
Book value per share (face value of Rs. 10)	(Rs.)	3,599.32

The above mentioned financial statement is certified by the Auditor, M/s. Hemanshu Shah & Co., Chartered Accountants vide certificate dated 6th January, 2014.”

- The para no. 3.5 of the PA contained financials of NCWPL which stands updated as under:

“Brief financial details of NCWPL are as under:

(Rs. in Lacs)				
Particulars	2013 (Audited)	2012 (Audited)	2011 (Audited)	2010 (Audited)
Total Income	11,086.64	4,901.53	1,499.95	5639.30
Profit After Tax	7,374.26	1,699.71	(2,186.03)	1884.04
Networth	70,074.43	62,700.17	61,000.46	63,182.72

Other Financial Data for years ended 31st March	Unit	2013 Audited	2012 Audited	2011 Audited	2010 Audited
Dividend	(%)	Nil	Nil	Nil	Nil
Earning per share (face value of Rs. 10)	(Rs.)	368.71	84.99	(109.30)	94.20
Return on networth	(%)	10.52	2.71	(3.58)	2.98
Book value per share (face value of Rs. 10)	(Rs.)	3,503.72	3,135.00	3,050.02	3,159.13

The above mentioned financial details are extracted from the certificate issued by the Auditor, M/s. Hemanshu Shah & Co., Chartered Accountants vide certificates dated 5th July, 2013 and 6th January, 2014”

- The para no. 3.6 of the PA stands revised as under:

“NIPL has its registered office at Nirma House, Ashram Road, Ahmedabad - 380 009; Tel. No.: 079 – 6512 6505; Fax No.: 079 - 2754 6605. NIPL was incorporated on 31st December, 1979 as Nirma Chemical Works Pvt. Ltd. Its name was changed to Nirma Industries Limited vide fresh Certificate of Incorporation dated 23rd September, 1994. It was converted into private limited company and a fresh certificate of incorporation was issued on 20th February, 2009. NIPL’s present business is to utilize surplus funds for making investments and to trade in securities. It is not an NBFC.”
- The following information is added in para no. 3.7 of the PA to provide recent information as on the date of the Letter of Offer:

“The shareholding pattern of NIPL is as follows:

Sr. No.	Name of the shareholder	No. of shares held (face value = Rs. 100)	%
A.	Promoters/Promoter Group		
1.	Shri Karsanbhai K Patel (Holding as member on behalf of Rakesh Associate)	91,810	45.905
2.	Shri Karsanbhai K Patel (Holding as member on behalf of Haresh Associate)	91,700	45.85
3.	Smt. Shantaben K Patel (Holdings as member on behalf of Haresh Associate)	10	0.005
4.	Shri Hirenbhai K Patel	9,540	4.77
5.	Shri Rakeshbhai K Patel	6,920	3.460
6.	Smt. Keyuriben R Patel	10	0.005
7.	Smt. Rajalben H Patel	10	0.005
B.	FI/ Mutual-Funds/ FIs/Banks	Nil	0.00
C.	Public	Nil	0.00
	Total	2,00,000	100.00

- The para no. 3.9 of the PA contained financials of NIPL which stands updated as under so as to provide recent information:

“Certified limited review financial data (unaudited) for NIPL, not older than 6 months as of the date of this Corrigendum to PA is summarised below:

(Rupees in Lacs)	
Particulars	1st April, 2013 to 30th November, 2013
Total Income	414.43
Profit After Tax	78.07
Networth	2,603.43

Other Financial Data for the period from	Unit	1st April, 2013 to 30th November, 2013
Dividend	(%)	Nil
Earning per share (face value of Rs. 100)	(Rs.)	39.04
Return on networth*	(%)	4.06
Book value per share (face value Rs. 100)	(Rs.)	1,301.71

*calculated excluding the capital reserve amounting to Rs. 678.59 lacs.

The above mentioned financial statements are certified by the Auditors, M/s. Rajendra D. Shah & Co., Chartered Accountants vide certificate dated 6th January, 2014.”

- The para no. 3.10 of the PA contained financials of NIPL which stands updated as under so as to provide recent information:

“Brief financial details of NIPL are as under:

(Rupees in Lacs)				
Particulars	2013 Audited	2012 Audited	2011 Audited	2010 Audited
Total Income	2,067.01	112.66	667.74	1,577.74
Profit After Tax	1,094.48	(1,77.18)	(1,083.11)	599.58
Networth	2,525.36	1,430.88	1,608.06	2,691.16

Other Financial Data for years ended 31st March	Unit	2013 Audited	2012 Audited	2011 Audited	2010 Audited
Dividend	%	Nil	Nil	Nil	Nil
Earning per share (face value of Rs. 100)	Rs.	547.24	(88.59)	(541.55)	2,997.92
Return on networth	%	59.26	(23.55)	(116.53)	29.79
Book value per share (face value of Rs. 100)	Rs.	1,262.68	715.44	804.03	13,455.81

The above mentioned financial particulars are extracted from the certificate as certified by the Auditor M/s. Rajendra D. Shah & Co., Chartered Accountants vide its certificates dated 5th July, 2013 and 6th January, 2014.”

- The address of SRMTL given in para no. 4.1 of the PA stands revised as under:

“Its registered office is at 603, Shikhar Shreemali Society, Near Vadilal House, Mithakhali, Navrangpura, Ahmedabad – 380 009; Tel. No.: 079 – 2656 9855; 2656 9455; Fax No.: 079 – 2656 2667; email: cs@sga@srmtl.com.”
- In para no. 4.2 of the PA it was stated that SRMTL had one manufacturing plant in Pondicherry in South India. This is now updated to read “SRMTL had plant at Pondicherry but the machineries are shifted to Ambaliyara. Now, therefore only the land and factory shed remained which was rented and now stands vacated by the tenant.”

- The para no. 4.3 of the PA stands revised as under:

“The Shares were also listed on ASE, which have been delisted with effect from 15th June, 2007. The Shares are listed on BSE and NSE except for 45,55,555 Shares allotted on 28th July, 2007. As per the information provided by SRMTL, SRMTL had made the applications to BSE and NSE for listing of 45,55,555 Shares but SRMTL has not received any communication from BSE and NSE in this matter.”
- The following information is added in the para no. 4.4 of the PA:

“The brief financial detail of SRMTL is as under:

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 "The brief financial detail of SRMTL is as under:

	(Rupees in lacs)		
Profit & Loss Statement for the Financial Year ended at 31st March,	2013 Audited	2012 Audited	2011 Audited
Total Income	8,860.60	7,551.17	10,336.69
Total Expenditure	8,843.16	7,311.50	8,227.11
Profit/(Loss) After Tax	(1,993.06)	39.22	1,880.71

(Rupees in lacs)			
Balance Sheet Statement as at 31st March,	2013 Audited	2012 Audited	2011 Audited
SOURCES OF FUNDS			
Issued, Subscribed & Paid up Equity Share capital	3,173.40	3,173.40	3,173.40
Add: Forfeited Shares	2.63	2.63	2.63
15% Cumulative Redeemable Preference Shares	666.67	666.67	666.67
Total paid-up capital	3,842.70	3,842.70	3,842.70
Reserves and Surplus (excluding revaluation reserve)	(6,290.92)	(16,819.65)	(22,602.92)
Networth	(2,448.22)	(12,976.95)	(18,760.22)
Miscellaneous Expenditure not written off	—	—	—

Other Financial Data	2013 Audited	2012 Audited	2011 Audited
Dividend (%)	0.00	0.00	0.00
Earnings Per Share (Rs)	(3.14)	0.06	2.96
Return on Networth (%) *	NA	NA	NA
Book Value Per Share (Rs)	(3.86)	(20.45)	(29.56)

* Not Meaningful as networth is negative in all years.”

“The unaudited financials for SRMTL for six months ended and as at 30th September, 2013 as certified by SRMTL vide its certificate dated 4th January, 2014, is summarized below:

Profit & Loss Statement	(Rupees in lacs)
Total Income	5,183.74
Total Expenditure	4,446.07
Profit/(Loss) After Tax	(286.13)
Balance Sheet Statement	
SOURCES OF FUNDS	
Issued, Subscribed & Paid up Equity Share capital	3,173.40
Add: Forfeited Shares	2.63
15% Cumulative Redeemable Preference Shares	666.67
Total paid-up capital	3,842.70
Reserves and Surplus (excluding revaluation reserve)	(6,577.05)
Networth	(2,734.35)

- The para no. 4.6 of the PA stands revised as under:

“As on date of this Corrigendum, SRMTL has no outstanding instrument in the nature of fully convertible debentures/ partly convertible debentures, etc. convertible into the Shares on any later date. There has been no merger / de-merger or spin-off of SRMTL’s business operations during the past 3 years.”

- The para no. 4.8 of the PA stands revised as under:

“The Board of Directors of SRMTL has approved a composite scheme of compromise and arrangement at its meeting held on 15th March, 2008 (“**Scheme**”) with its lenders and the Shareholders. The Scheme is subject to the approval of the Gujarat High Court which is currently pending. The existing paid up share capital of SRMTL is proposed to be reduced by 90% to Rs. 3.71 Crores by consolidating Shares from face value of Rs. 5 each to Rs. 10 each and then cancelling 90% of the face value of each equity share. The Acquirers shall infuse Rs. 21 Crores in SRMTL by way of additional equity within 30 days from the date on which the Scheme is approved by the Gujarat High Court. However, since the Scheme is yet to be approved by the Gujarat High Court and a considerable time has lapsed, the Target Company has offered One Time Settlement (“**OTS**”) to some of its lenders. Under the OTS scheme for settlement of long outstanding debts, SRMTL has paid a total amount of about Rs. 77.98 Crore to its various lenders upto 31st March, 2013. After such payment, the total principal amount of outstanding debt in the books of SRMTL as of 31st March, 2013 stands at about Rs. 102.58 Crore. SRMTL has also approached the Board for Industrial and Financial Reconstruction (“**BIFR**”) in September 2005 and again in August 2006 seeking a reference for being declared as a sick company. However, the reference was rejected by BIFR vide order dated 20th December, 2006. An appeal against the said order of BIFR being Appeal No. 61 of 2007 dated 25th January, 2007 has been filed which has been decided in favour of the Target Company vide order dated 4th December, 2007 of Appellate Authority for Industrial and Financial Reconstruction (“**AAIFR**”) and the matter was remanded back to the BIFR. SRMTL has learnt of the summary of proceedings of a meeting of the BIFR held on October 1, 2013. As per this summary of proceedings, the BIFR has concluded as follows:

Having considered the material on record and the submissions made before the BIFR, the BIFR declared the Target Company **M/s. Shree Rama Multitech Ltd.** (Ca s e No. 69/2006) as sick u / s 3(1)(o) of SICA and appointed **IDBI** as the **Operating Agency (OA)** u / s 17(3) of the Act to prepare a rehabilitation scheme for the company. The BIFR further issued the following directions:

- The company shall prepare a fully tied up draft rehabilitation scheme (DRS) within six weeks and submit the same to OA, with a copy to the Board.
- The OA shall examine the DRS prepared by the company within further six weeks time and hold a joint meeting of all the stakeholders to consider the company’s DRS and submit a report with a fully tied up DRS, if it emerges
- The company shall not dispose of any of its assets as per provisions of Section 22 of SICA without prior approval of the Board.
- The BIFR fixed the next date of hearing 17 December 2013.
- The hearing fixed for 17. 12. 2013 will be cancelled, if the BIFR is able to circulate a fully tied up DRS before the said date.

At the hearing held on 17th December 2013, the representative of IDBI (OA) stated that SRMTL has not submitted the Rehabilitation Proposal to OA for examination. The BIFR directed SRMTL to submit the Rehabilitation Proposal to the OA within a period of two weeks. The OA has been further directed to examine the DRS, to hold a joint meeting of all concerned and submit a fully tied up DRS of SRMTL to BIFR within a period of further four weeks. Accordingly, the BIFR has fixed the next date of hearing on 26th February, 2014”

- The para no. 4.9 of the PA stands revised as under:

“As per information provided by SRMTL and by NIPL being a major Shareholder, they have duly complied with the provisions of Chapter II of the Regulations from time to time except (i) there has been delay in filing information under Regulation 8(3) for the financial years ended 31st March, 2000 (194 days), 31st March 2002 (182 days), and 31st March 2003 (171 days) by SRMTL; ii) SRMTL has not complied with the provisions of Regulation 8(3) as on date of this Corrigendum for the financial year ended 31st March, 2011 for which the due date was 30th April, 2011; iii). NIPL has not made the disclosure under Regulation 7(1) in September 2004 when it acquired 11,80,000 Shares; iv) The erstwhile Promoters have delayed filing information u/r 8(2) of the Regulations for 1999-2000 (172 days); 2000-01 (173 days); 2001-02 (166 days) and 2002-03 (258 days). Information u/r 8(2) of the Regulations were filed in time for the year 2004-05 while no information was filed for the years 2003-04; 2005-06; 2006-07. Relevant information from Pledger Sellers is not available; v). SEBI may take appropriate action with regards to the non-filing of disclosures or delay in filing of disclosures as mentioned above.”
- In para no. 5.1 of the PA the words “..... without change in control or management, thereby attracting the provisions of Regulation 10 of the Regulations” should be read as “....., with change in control or management, thereby attracting the provisions of Regulations 10 and 12 of the Regulations.”

- The para no. 5.3 of the PA stands revised as under:

“This Offer to the shareholders of SRMTL is in order to comply with the provisions of Regulation 10 and Regulation 12 and other applicable provisions of the Regulations on account of a substantial acquisition of Shares with change in control or management.”
- The para no. 6.1 of the PA stands revised as under:

“The acceptance of Shares of non-resident Shareholders who validly tender their Shares under this Offer shall be subject to the receipt of approval from the RBI, if such non-resident Shareholders are bound by the terms of the RBI approval granted to them to not transfer the Shares without prior RBI approval.”

- The para no. 6.2 of the PA stands revised as under:

“To the best of knowledge and belief of the Acquirers, as of the date of the Letter of Offer, there are no further statutory approvals required to implement the Offer. However, in case of any regulatory or statutory approval being required at a later date before the Offer Closing Date, the Offer shall be subject to all such approvals and the Acquirers shall make the necessary applications for such approval. To the best of knowledge and belief of the Acquirers, no consents are required by the Acquirers from any financial institution or banks for the Offer.”
- The para no. 7.3 of the PA stands revised as under:

“The maximum amount of funds required to make payment of consideration of the Offer Price and the Applicable Interest (payable only to Original Shareholders as defined in para 5.3.3 of the Letter of Offer) for the Shares tendered in the Offer (assuming full acceptances) would be Rs. 41,77,46,409 (Rupees Forty One Crore Seventy Seven Lac Forty Six Thousand Four Hundred and Nine Only), assuming all Shares are tendered by the Original Shareholders. In accordance with Regulation 28(1) of the Regulations, the Acquirers, by way of security for performance of their obligations under the Regulations, have created an escrow account in the form of fixed deposits with Bank of Baroda, Gandhi Road branch, PB. No. 101, Fuvara, Gandhi Road, Ahmedabad – 380 001 (Tel. No. 079 – 2539 1873-74-75; Fax No. 079 – 2538 0065) for a sum aggregating to Rs. 10,49,21,118 (Rs. Ten Crore Forty Nine Lac Twenty One Thousand One Hundred and Eighteen Only) being over 25% of the total consideration payable in terms of the Offer (assuming full acceptance by the shareholders) for 1,26,93,601 Shares at a price of Rs. 18.60 per Share and Applicable Interest (i.e. Rs. 14.31 per Share to Original Shareholders). A lien has been marked in favour of “PL Capital Markets Private Limited” i.e. Manager to the Offer on the amount lying in the escrow account in the form of fixed deposits as confirmed by letter dated 6th January 2014 issued by Bank of Baroda, Ahmedabad. The Acquirers have empowered the Manager to the Offer to realise the value of the escrow account in terms of Regulation 28(5) of the Regulations.”

- In para no. 8.2 of the PA the Specified Date stands revised to “2nd August, 2013 (“**Specified Date**”).”
- The para no. 8.3 of the PA stands revised as under:

“All the shareholders registered or unregistered, (except the Acquirers, Pledger Sellers and Issuer Companies) who own Shares anytime before the Closure of the Offer are eligible to participate in the Offer.”
- In para no. 8.4 of the PA the name of the Registrar to the Offer stands amended to Karvy Comput

37.

The para no. 8.12 of the PA stands revised as under:
"If the aggregate of the valid responses to the Offer exceeds 1,26,93,601 Shares, then the Acquirers shall accept the valid Shares tendered on a proportionate basis in accordance with Regulation 21(6) of the Regulations. The trading lot of Shares is 1."

38.

The para no. 8.15 of the PA stands revised as under:
"A schedule of some of the key events in respect of the Offer is given below:

Activity	Original Day and Date	Revised Day and Date
Public Announcement (PA) Date	Tuesday, 26th July, 2005	Tuesday, 26th July, 2005
Specified Date (for the purpose of determining the names of shareholders to whom the Letter of Offer (LOF) will be sent)	Wednesday, 27th July, 2005	Friday, 2nd August, 2013
Last date for a competitive bid	Tuesday, 16th August, 2005	Tuesday, 16th August, 2005
Date by which LOF will be despatched to shareholders	Tuesday, 6th September, 2005	Monday, 13th January, 2014

Offer Opening Date	Thursday, 15th September, 2005	Thursday, 16th January, 2014
Last date for revising the offer price /number of shares	Thursday, 22nd September, 2005	Thursday, 23rd January, 2014
Last date for withdrawal of acceptance by the shareholders	Wednesday, 28th September, 2005	Thursday, 30th January, 2014
Offer Closing Date	Tuesday, 4th October, 2005	Tuesday, 4th February, 2014
Date by which the acceptance/ rejection would be intimated and the corresponding payment for the acquired shares and /or the share certificate for the rejected shares will be dispatched.	Wednesday, 19th October, 2005	Wednesday, 19th February, 2014

*Specified Date is only for the purpose of determining the names of the shareholders as on such date to whom the Letter of Offer would be sent. All owners (registered or unregistered) of Shares (except the Acquirers, Pledger Sellers and Issuer Companies) are eligible to participate in the Offer anytime before the Closure of the Offer."

39.

The para no. 8.16 of the PA stands deleted on account of the Acquirer being allowed under applicable law to acquire Equity Shares held by non-resident shareholders who have tendered their Equity Shares in this Offer without obtaining any prior approval from the RBI.

40.

The para no. 9.3 of the PA stands revised as under:
"Pursuant to Regulation 13 of the Regulations, the Acquirers have appointed PL Capital Markets Pvt. Ltd. as Manager to the Offer."

41.

In the para no. 9.4 of the PA, "on or before 28th September, 2005" stands revised as "on or before 30th January, 2014"

42.

In the para no. 9.6 of the PA, "not later than 22nd September, 2005," stands revised as "not later than 23rd January, 2014".

43.

In the para no. 9.11 of the PA, "from the Offer opening date i.e. 15th September, 2005" stands revised as "from the Offer opening date i.e.16th January, 2014".

All other terms and conditions of the Offer remain unchanged. The Acquirers and its respective Directors, accept full responsibility for the information contain in this Corrigendum and its obligations under the Regulations. This Corrigendum announcement would also be available on the SEBI's website (www.sebi.gov.in).

Issued by Manager to the Offer for and on behalf of the Acquirers

Prabhudas

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POWERING YOUR FINANCIAL GROWTH

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Contact person: Mr. Bhavin Shah/ Mr. Ajesh Dalal; SEBI Registration No.: INM000011237

Place : Mumbai

Date : January 13, 2014