DETAILED PUBLIC STATEMENT IN TERMS OF REGULATION 15(2) READ WITH REGULATION 13(4) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED TO THE PUBLIC SHAREHOLDERS OF

UNIPLY INDUSTRIES LIMITED

Registered Office: 69, Nelveli Village, Uthiramerur Block, Kancheepuram, Tamil Nadu 603107
Corporate Office: Number 5, Branson Garden Street, Kilpauk, Chennai-600010

Open Offer("Offer"/"Open Offer") for acquisition of upto 4501574 equity shares ("Offer Shares"), representing 26 % of the total issued and paid up equity share capital of Uniply Industries Limited ("Target"/"Target Company"/"UNIPLY"),to the Public Shareholders of the Target Company by Mr. Keshav Kantamneni ("Hereinafter referred to as "Acquirer") for the purpose of this Open Offer.

This Detailed Public Statement (**DPS**) is being issued by the Manager to the Offer i.e., D & A Financial Services (P) Limited, on behalf of the Acquirer, namely, Mr. Keshav Kantamneni ("Hereinafter referred to as "Acquirer") pursuant to Regulation 13(4) as required under the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (hereinafter referred to as "SEBI (SAST) Regulations, 2011") pursuant to Public Announcement dated February 16, 2015 ("PA"), in terms of Regulations 3(1) and 4 of the SEBI (SAST) Regulation, 2011 filed on February 16, 2015 with Bombay Stock Exchange Limited ("BSE"),The National Stock Exchange of India Limited(NSE), The Securities and Exchange Board of India("**SEBI**") and the Target Company at its registered office, in terms of Regulation 14(2) of the SEBI (SAST) Regulations, 2011 and subsequent amendments thereto.

I. ACQUIRER, TARGET COMPANY AND OFFER

(A).Information about the Acquirer

(1) Mr. Keshav Kantamneni (Acquirer 1)

1. Mr. Keshav Kantamneni, S/o Mr. Ramakrishna Kantamneni, (PAN No.AMKPK0279R) and DIN.06378064) aged about 32 years, is residing at 19, Lakshmi Talkies Road, Shenoy Nagar, Chennai, Tamil Nadu, India - 600030. He has done his Bachelor in Engineering from Anna University and holds an MBA from the Kellogg School of Management, Northwestern University, USA.He has 14 years of experience in the field of General Management, Management Consulting, Banking and Finance.
2. Mr. M. Poornanath (Membership No. 210204), Partner of Balamurugan Associates, Chartered Accountant having office at Flat 2A, Second Floor, Shifa Arcade, New No 1, Old No 10, Bharathi Nagar, 1st Street, T. Nagar, Chennai 600 017 has certified vide a certificate dated February 16, 2015 that the Net worth of Mr. Keshav Kantamneni as on February 16, 2015 is ₹ 402,801,860/- (Fourty Crores Twenty Eight Lakhs One Thousand Eight Hundred Sixty Only) and further the letter also confirms that he has sufficient means/liquid funds to fulfill/meet his part of obligations under this offer.
3. Presently he holds Directorship in following Companies and as per declaration received he has not been prohibited by SEBI from dealing in securities in terms of section 11B of the Securities and Exchange Board of India Act, 1992, as amended ("**SEBI Act**").

S. No.	Name of the Company	Nature of Directorship	Whether Listed
1	Globality Partners Private Limited	Director	No
2	Foundation Outsourcing India Private Limited	Managing Director	No
3	Madras Electronics Solutions Private Limited	Director	No
4	Fourshore IT Outsourcing India Private Limited	Director	No

(B) Details of Sellers

2.1 Seller 1 – Mr. B L Bengani (PAN No. AADPB8123G DIN – 00020889)

1. Mr. B L Bengani is an Individual residing at Flat no.7111, Lumbini Square, 127, Bricklin Road, Purasawalkam, Chennai 600007, Tamil Nadu. He is the Individual Promoter and is party to Promoter Group of Target Company.
2. As on the date of this DPS, he holds 4,472,693 equity shares/voting rights in the Target Company representing 25.83% of the issued and paid up equity share capital/voting capital of the Target Company.
3. As per declaration received, Mr. B L Bengani has not been prohibited by SEBI from dealing in securities, in terms of Section 11B of the Securities and Exchange Board of India Act, 1992, as amended, ("**SEBI Act**") or under any regulations made thereunder.
4. After Closure of the Offer, Mr. B L Bengani will not hold any equity shares in the Target Company.

2.2 Seller 2 - Dugar Mercandise Private Limited (PAN AACD9097K, CIN-U52190WB1990PTC050448)

1. M/s Dugar Mercandise Private Limited is a Company registered under the provisions of the Companies Act, 1956 and having its Registered Office at 5th Floor, 16, Ganesh Chandra Avenue, Kolkatta-700013, West Bengal. It belongs to Promoter Group of Target Company.
2. As on the date of DPS, it holds 1,772,496 equity shares/voting rights in the Target Company representing 10.24% of the issued and paid up equity share capital/voting capital of the Target Company.
3. M/s Dugar Mercandise Private Limited has not been prohibited by SEBI from dealing in securities, in terms of Section 11B of the Securities and Exchange Board of India Act, 1992, as amended, ("**SEBI Act**").
4. After Closure of the Offer, M/s Dugar Mercandise Private Limited will not hold any equity shares in the Target Company.

(C) Details of Target Company

UNIPLY INDUSTRIES LIMITED

1. Uniply Industries Limited (hereinafter referred to as "UNIPLY"), was originally incorporated as private company under the name of M/s Uniply Industries Private Limited on September 04, 1996 with the Registrar of Companies, Tamil Nadu. Further the company was converted in to public limited company vide fresh certificate of incorporation dated 4th February, 1997 issued by Registrar of Companies, Tamil Nadu under the name M/s Uniply Industries Limited. The Company does not belong to any group.
2. The Authorized Share Capital of UNIPLY as on March 31, 2014 is ₹ 2000.00 lakhs, comprising of 20,000,000 equity shares of ₹ 10 (Rupee Ten Only) each. The issued, subscribed and paid-up equity share capital of UNIPLY as on date stood at ₹ 1731.37 lakhs comprising of 17,313,743 fully paid up equity share of ₹ 10 (Rupees Ten only) each.
3. There are no partly paid up shares in the Target Company.
4. The main business activities of the Target Company is to carry on the business of timber merchants, saw mill owners, and timber growers and to buy, sell, grow, prepare, manufacture, import, export and deal in timber and wood of all kinds to manufacture of which timber or wood is used and to carry on business on general merchants and to buy, clear, plant, and work on timber estates establish factories and workshop.
5. The shares of "UNIPLY" are listed on Bombay Stock Exchange Limited (BSE) and National Stock Exchange Limited (NSE) and the shares of the target company are frequently traded at BSE.
6. The Brief financials of the UNIPLY are as under: (Amount in ₹ Lacs)

Particulars	Year ended March 31, 2012 (Audited)*	Year ended March 31, 2013 (Audited)*	Year ended March 31, 2014 (Audited)*	9 Months ended December 31, 2014 #
Total Income/Net Income	12,127.22	122,43.67	14,615.44	8469.61
Profit After Tax	209.43	(409.71)	(294.88)	(266.61)
Earnings Per Share (EPS)	1.46	(2.85)	(1.70)	(1.54)
Net worth	1916.19	1506.49	1506.61	1240.00

* Source: Audited Balance Sheets of the Company for the respective Financial Years

\# - As Certified by Mr. C. Ramasamy (Membership No. 023714), Partner of M/s C Ramasamy & B. Srinivasan, Chartered Accountants, (Firm Registration No. 002957S), being statutory auditor of the company having their office at 37, Alagiri Nagar II Street, Vadapalani, Chennai 600026Tel: 044 4045 9999, Fax No. 044 4045 9995.

(D) Details of the Offer

1. This offer is made to all the equity shareholders of Target Company other than acquirers and sellers to acquire up to 4,501,574 equity shares of face value of ₹ 10 each at an offer price of Rs.13.50/- per equity shares ("Offer Price"), payable in cash, aggregating to ₹ 607.71 lakhs ("Offer Size").
2. The offer shares represent 26 % of the paid up equity share capital of the Target Company as on the 10th Working day (with "**Working Day**" as defined under the SEBI (SAST) Regulations, 2011) after the closure of the tendering period under the Open Offer("**Emerging Voting Capital**")
3. The Emerging Voting Capital has been computed as follows:

Particulars	Issued and Paid up Capital and Voting Rights	% of Emerging Voting Capital
Fully paid up Equity Share as on the date of PA	17,313,743	100
Partly paid up Equity Share as on the date of PA	Nil	Nil
Convertible instrument outstanding	Nil	Nil
Employee stock options outstanding	Nil	Nil
Emerging Voting Capital	**17,313,743**	**100**

4. The Offer is subjected to the following statutory approvals namely:

(a) As on the date of Public Announcement, approval will be required from the State Bank of India for the credit facilities provided to the Target Company, for change in management of Target Company, for the purpose of this Offer. The acquirer is in the process of making an application to the State Bank of India for its necessary approvals

(b) As on the date of Public Announcement, to the best of the Acquirer's knowledge, no other statutory approvals are required to be obtained for the purpose of this Offer.

(c) The Offer would be subject to all other statutory approvals if any that may become applicable at a later date before the completion of Offer.

(d) In case of a delay in receipt of any statutory approvals that become applicable to the offer, SEBI may, if satisfied that such delay in the receipt of the requisite statutory approval was not attributable to any willful default, failure or neglect on the part of the Acquirers to diligently pursue such approval, and subject to such terms and conditions as may be specified by SEBI, including payment of interest in accordance with Regulation 18(11) of the SEBI (SAST) Regulations, permit the Acquirers to delay commencement of the tendering period for the Offer pending receipt of such statutory approvals or grant extension of time to the Acquirer to make payment of the consideration to the Public Shareholders whose Equity Shares have been accepted in the offer.

5. The Offer is not conditional upon any minimum level of acceptance in terms of Regulation 19(1) of the SEBI (SAST) Regulations and is not a competitive bid in terms of Regulation 20 of the SEBI (SAST) Regulations.
6. The Acquirers at present have no intention to sell, dispose of or otherwise encumber any significant assets of UNIPLY in the succeeding two years, except in the ordinary course of business of UNIPLY. However UNIPLY's future policy for disposal of its assets, if any, will be decided by its Board of Directors, subject to the applicable provisions of the law and subject to the approval of the shareholders of the Target Company through special resolution at a general body meeting of Uniply in terms of Regulation 25(2) of the Regulations.
7. The acquisition of 26 % of the paid up Equity Share Capital of Target Company under this offer together with the Equity Shares being acquired in terms of Share Purchase Agreement will not result in public shareholding in UNIPLY being reduced below the minimum level required for the purpose of continuous listing under clause 40A of the Listing Agreement and read with Rule 19A of the Securities Contract Regulations/Rules, 1957 ("SCRR"). Assuming full acceptance under this offer, the post offer holdings of the Acquirer shall not go beyond the maximum permissible non public shareholding under SCRR and in case the holding of the Acquirer goes beyond the limit due to further acquisitions, the Acquirer hereby undertakes to reduce their shareholding to the level stipulated in the SCRR and within the time specified therein and through permitted routes available under the Listing Agreement including any other such routes as may be approved by SEBI from time to time.

II. BACKGROUND TO THE OFFER

1. This Offer is made in accordance with Regulation 3(1) and 4 of the SEBI (SAST) Regulations, 2011 pursuant to the entering in to Share Purchase Agreement (SPA) with the Sellers as defined above.
2. The Acquirer and the Sellers have entered into the Share Purchase Agreement, pursuant to which and subject to the satisfaction or waiver, if applicable, of the conditions contained in the SPA, the Sellers have agreed to sell, and the Acquirers have agreed to purchase in cash 6,245,189 equity shares representing 36.07% of the total issued and paid up equity share capital of the target company at a price of ₹ 4 (Rupees Four Only) per equity shares (the "**Sale Shares**") from the Sellers as follows:
   - 4,472,693 Equity Shares representing 25.83 % of the Emerging Voting Capital of the Target from Seller 1.
   - 1,772,496 Equity Shares representing 10.24 % of the Emerging Voting Capital of the Target from Seller 2.

   Out of total sale shares comprised of 6245189 equity shares, 3590936 equity shares("Pledged Share") held by one of the seller Mr. B L Bengani are pledged with SBI Cap Trustee in favour of State Bank of India as a security for credit facilities availed by target company and such pledged shares shall be transfer in the name of the acquirer in compliance with the provisions of the Regulations after receipt of approval from State Bank of India.
3. Mode of Payment: The Offer Price is payable in cash in accordance with Regulation 9(1)(a) of the SEBI (SAST) Regulations, 2011.
4. The Acquirers are interested in taking over the management and control of UNIPLY. Thus substantial acquisition of shares and voting rights accompanied with change in control and management is the reason and rationale for the offer. At present, the acquirers have no intention to change the existing line of business of target company.

III. SHAREHOLDING AND ACQUISITION DETAILS

The Current and Proposed Shareholding of the acquirer in Target Company and the details of their acquisitions are as under:

Details	Acquirer	
	Number of Equity Shares	%*
Shareholding as of the date of PA	Nil	Nil
Shares acquired between the PA date and the DPS date	Nil	Nil
Post Offer Shareholding	10,746,763	62.07#

(1) *Computed on the basis of the Emerging Voting Capital.

(2) #Assuming full acceptance in the Offer.

IV. OFFER PRICE

1. The Equity Shares are listed on Bombay Stock Exchange Ltd (BSE) and National Stock Exchange Ltd (NSE). The Equity Shares are frequently traded at BSE, in terms of the SEBI (SAST) Regulations. The trading turnover in the Equity Shares based on the trading volumes on the BSE for the period from February 2014 to January 2015. 12 calendar month preceding February 2015, i.e the month in which the PA was issued are as given below:

Name of the Stock Exchange	Total number of equity shares traded during the 12 calendar months prior to the month of PA i.e February 2014 to January 2015.	Total Number of Listed Shares *	Annualized Trading Turnover (as % of total weighted number of equity shares listed) #
BSE	1717929	17313743	10.07
NSE	1234502	17313743	7.23

* Out of which 2950000 equity shares were listed on May 30, 2014.

\# calculated after taking into consideration 17067910 weighted number of equity shares listed during the period.

The total Shares outstanding as of the date of the PA was 17313743 (One Crore Seventy Three Lakhs Thirteen Thousand Seven Hundred and Forty Three). However, the share capital of the Target Company was not identical from May 30 2014 to 31 January 2015 due to allotment of Shares on preferential basis. The weighted average number of total Shares of the Target Company has been considered for the purposes of the table above in compliance with Regulation 2(1)(j).

Frequently traded shares means shares of a target company, in which the traded turnover on any stock exchange during the twelve calendar months preceding the calendar month in which the public announcement is made, is atleast ten percent of the total number of shares of such class of the target company.

Source: www.bseindia.com & www.nseindia.com

2. The Offer Price of ₹ 13.50/- (Rupees Thirteen and Fifty Paise Only) per Offer Share is justified in terms of Regulations 8(2) of the SEBI (SAST) Regulations, being the highest of the following parameters:

	Details	Ru-pees
a.	The Negotiated Price	4.00
b.	The Volume Weighted average price paid or payable for acquisition, by the Acquirers or PACs during the fifty two weeks immediately preceding the date of PA	Nil
c	The Highest Price paid or payable for any acquisition by the Acquirers or PAC during the twenty six weeks immediately preceding the date of the PA	Nil
d	The volume weighted average market price of Equity Shares of the Target Company for a period of sixty trading days immediately preceding the date of the PA as traded on Bombay Stock Exchange Limited.	13.24

Note: The offer price would be revised in the event of any corporate action like bonus, splits etc: where the record date for effecting such corporate action falls within 3 Working Days prior to the commencement of the tendering period in the offer.

Therefore in view of above, the offer price of ₹13.50 /- per share is justified.

3. The Acquirer may revise the Offer Price at his discretion or pursuant to any acquisition by the Acquirer at a price which is higher than the Offer Price at any time prior to 3 Working Days prior to the commencement of the tendering period under the Offer. In the event of such a revision, the Acquirer shall, (i) make a corresponding increase to the escrow amounts, as more particular set out in Part V – Financial Arrangements of this DPS below, (ii) make a public announcement in the same newspapers in which the DPS is to be published, and (iii) simultaneously with such announcement, inform SEBI, the Stock Exchanges and the Target Company at its registered office of such a revision.

V. FINANCIAL ARRANGEMENTS

1. The Acquirer has adequate resources to meet the financial requirements of the Offer. The Acquirer has made firm arrangement for the resources required to complete the Offer in accordance with the SEBI (SAST) Regulations, 2011. The acquisition will be financed through Internal / personal resources and no borrowings from banks / FIs etc., is being made.
2. Assuming full acceptance, the total requirement of funds for the Offer would be ₹ 60,771,249 (Rupees Six Crores, Seven Lakhs Seventy One Thousand Two Hundred and Forty Nine). In accordance with Regulation 17(1) of the SEBI (SAST) Regulations, 2011, the Acquirer has open an Escrow Account with Axis Bank Ltd, having its branch at Fort, Mumbai and has deposited ₹ 30,700,000/- (Rupees Three Crores and Seven Lakhs Only) being 50.52% of the total consideration payable to the shareholders under the Open Offer.
3. In terms of Regulation 17(10)(e), in case of non-fulfillment of obligations by the Acquirers, the Manager to the Offer shall ensure realization of escrow amount by way of foreclosure of deposit.
4. The Acquirer has entered into an escrow agreement (the "**Escrow Agreement**") with Axis Bank Ltd., having its Registered Office at 3rd Floor, Trishul, Opp. Samartheswar Temple, law Garden, Ellis Bridge, Ahmedabad, Gujarat - 380006. (the "**Escrow Agent**") and the Manager to the Offer, pursuant to which the Acquirer has deposited an amount aggregating to ₹ 30,700,000/- (Rupees Three Crores and Seven Lakhs Only) in cash, being 50.52 % of the Offer Size ("**Cash Escrow**"), in the escrow account opened with the Escrow Agent ("**Escrow Account**").The Cash Escrow constitutes the escrow account in terms and subjected to the conditions set out in the Escrow Agreement.
5. Mr. M.Poornanath (Membership No. 210204), Partner of M/s Balamurugan Associates, Chartered Accountant having office at Flat 2A, Second Floor, Shifa Arcade, New No 1, Old No 10, Bharathi Nagar, 1st Street, T. Nagar, Chennai 600 017, has certified vide a certificate dated February 16, 2015 that the Net worth of Mr Keshav Kantamneni as on February 16, 2015 is ₹ 402,801,860/- (Fourty Crores Twenty Eight Lakhs One Thousand Eight Hundred Sixty Only) and further the letter also confirms that he has sufficient liquid Funds to meet his part of obligation under the Offer.
6. The Acquirer has duly empowered M/s D & A Financial Services (P) Limited, Manager to the Offer, to realize the value of the Escrow Account in terms of the SEBI (SAST) Regulations, 2011.
7. The Manager to the Offer, M/s D & A Financial Services (P) Limited, hereby confirms that firm arrangements for funds and money for payment through verifiable means are in place to fulfill the Offer obligations.

VI. Statutory Approvals / Other Approvals Required For the Offer

1. As on the date of Public Announcement, approval will be required from the State Bank of India for the credit facilities provided to the Target Company, for change in management of target company, for the purpose of this Offer. The acquirer is in the process of making an application to the State Bank of India for its necessary approvals.
2. As on the date of Public Announcement, to the best of the Acquirer's knowledge, no other statutory approvals are required to be obtained for the purpose of this Offer.
3. The Offer would be subject to all other statutory approvals if any, that may become applicable at a later date before the completion of Offer.
4. In case of a delay in receipt of any statutory approvals that become applicable to the offer, SEBI may if satisfied that such delay in the receipt of the requisite statutory approval was not attributable to any willful default, failure or neglect on the part of the Acquirers to diligently pursue such approval, and subject to such terms and conditions as may be specified by SEBI, including payment of interest in accordance with Regulation 18(11) of the SEBI (SAST) Regulations, 2011, permit the Acquirers to delay commencement of the tendering period for the Offer pending receipt of such statutory approvals or grant extension of the time to the Acquirer and the PAC to make payment of the consideration to the public shareholders whose shares have been accepted in this offer
5. In terms of Regulation 23(1) of the SEBI (SAST) Regulations, 2011, in the event that the approvals that become applicable after the date of DPS, are refused, the acquirers shall have the right to withdraw the offer. In the event of such a withdrawal of the offer, the acquirers (through the manager) within 2 workings days of a such withdrawal make a public announcement of such withdrawal stating the grounds for the withdrawal in accordance with Regulation 23(2) of the SEBI (SAST) Regulations, 2011.

VII TENTATIVE SCHEDULE OF OFFER

Sr. No.	Activity	Days & Dates
1	**Date of Public Announcement**	**February 16, 2015 (Monday)**
2	Date of Publication of Detailed Public Statement	February 25, 2015 (Wednesday)
3	Filing of the Draft letter of Offer to SEBI	March 04, 2015 (Wednesday)
4	Last Date for a Competitive Offer(s)	March 19, 2015 (Thursday)
5	**Identified Date***	**March 23, 2015 (Monday)**
6	Date by which Final Letter of Offer will be dispatched to the shareholders	April 08, 2015 (Wednesday)
7	**Last Date for revising the Offer Price/ number of shares.**	**April 10, 2015 (Friday)**
8	Date by which the committee of the independent directors of the Target Company shall give its recommendations.	April 13, 2015 (Monday)
9	**Date of Publication of Offer Opening Public Announcement**	**April 15, 2015 (Wednesday)**
10	**Date of Commencement of Tendering Period (Offer Opening date)**	**April 16, 2015 (Thursday)**
11	**Date of Expiry of Tendering Period (Offer Closing date)**	**April 29, 2015 (Wednesday)**
12	Last Date of communicating rejection/acceptance and payment of consideration for applications accepted/ return of unaccepted share certificates/ credit of unaccepted Equity Shares to Demat Account.	May 15, 2015 (Friday)

**The identified date is only for the purpose of determining the public shareholders as on such date to whom the Letter of Offer would be mailed. It is clarified that all the Public Shareholders (registered or unregistered) are eligible to participate in this offer at any time prior to the closure of tendering period.*

VIII PROCEDURE FOR TENDERING OF SHARES IN THE CASE OF NON RECEIPT OF LETTER OF OFFER

1. All public shareholders, whether holding Equity Shares in dematerialized form or physical form, registered or unregistered, are eligible to participate in this Offer at any time during the tendering period of this offer.
2. The Letter of Offer specifying the detailed terms and conditions of this offer along with the Form of Acceptance-Cum-Acknowledgement ("**Form of Acceptance**") will be mailed to all the public shareholders whose name appeared on the register of members of the Target Company as at the close of business hours on the Identified Date i.e **March 23, 2015 (Monday).**
3. The Public Shareholders who wish to tender their Equity Shares pursuant to this Offer will be required to communicate their acceptance in the form and manner specified in the Letter of Offer to the Registrar to the offer Uniply Industries Limited in accordance with the instructions contained in the Letter of Offer and Form of Acceptance. Applicants, who cannot hand deliver documents at the collection centers, as will be mentioned in the Letter of Offer, may send such documents by registered post or by courier, at their own risk and cost, to the Registrar to the Offer.
4. In case of the Equity Shares held in dematerialized form, the Depository Participant("DP") name, DP ID, account number together with a photocopy or counterfoil of the delivery instruction slip in "off-market" mode duly acknowledge by the DP for transferring the Equity Shares, as per the instruction given below:

Depository Participant Name	**HDFC Bank Ltd**
DP ID	**IN301549**
Client ID	**51414051**
Account Name	**BSPL - Escrow A/c - UIL Open Offer**
Depository	**NSDL**

It is the sole responsibility of the public shareholders to ensure credit of their respective Equity Shares in the depository account above, prior to the closure of the offer.

Shareholders having their beneficiary account in Central Depository Services (India) Limited ("CDSL") have to use inter-depository delivery instructions slip for the purpose of crediting their equity shares in favour of the special depository account with NSDL.

5. Public Shareholders who are holding Equity Shares in the physical form and who wish to tender their respective Equity Shares in the offer are required to submit the duly signed Form of Acceptance addressed to the Registrar to the Offer together with the Original Share Certificate(s), valid transfer deed(s), and such other documents as may be specified in the Letter of Offer and the Form of Acceptance, either by hand delivery on weekdays or by registered post, so as to reach the Registrar to the Offer on or before the closure of the tendering period i.e not later than **April 29, 2015** in accordance with the instruction specified in the Letter of Offer and the Form of Acceptance.
6. Person who have acquired Equity Shares but whose name do not appeared in the register of members of the target company as on Identified Date, or unregistered owners or those who have acquired Equity Shares after the Identified date, or those who have not receive the Letter of Offer, may also participate in this offer by submitting an application on plain paper giving details regarding their Offer as set out in the PA, this DPS and the Letter of Offer, which may be obtained from the SEBI's Website (www.sebi.gov.in) or from Big Share Services (Pvt.) Ltd.

The detailed procedure for tendering the equity shares in this Offer will be available in the Letter of Offer.

IX. Other Information

1. Acquirer accepts full responsibility for the information contained in the PA and this DPS (other than such information that has been sourced from public sources or provided and confirmed by the Target Company and shall be jointly or severally responsible for the fulfillment of the obligations under the Offer and as laid down in SEBI (SAST) Regulations.
2. The Acquirer has appointed Bigshare Services Private Limited, as Registrar to the Offer, having its address at E- 2, Ansa Ind Estate, Saki Vihar Road, Andheri(E), Sakinaka, Mumbai - 400072 Contact person: Mr.Ashok Shetty
3. This PA and the DPS would also be available on SEBI's Websites (www.sebi.gov.in).
4. The Acquirer reserves the right to withdraw the Offer pursuant to Regulation 23(1) of the SEBI (SAST) Regulations, 2011. Any such withdrawal will be notified in the form of a public announcement in the same newspapers in which this Detailed Public Statement appears.
5. The withdrawal of shares will be available only for the Share certificates/ Shares that have been received by the Registrar to the Offer or credited to the Special Depository Escrow Account.
6. The intimation of returned shares to the Shareholders will be sent at the address as per the records of Depository.
7. If there is any upward revision in the Offer price, the acquirer may make upward revisions to the offer price, and subject to the other provisions of these regulations, to the number of shares sought to be acquired in the open offer, at any time prior to the commencement of the last three working days before the commencement of the tendering period.

MANAGER TO THE OFFER	REGISTRAR TO THE OFFER
D & A FINANCIAL SERVICES (P) LIMITED A-304,3rd Floor, Dalamal Towers, Free Press Journal Marg, Nariman Point, Mumbai - 400 021 **Tel. No.:** +91 - 22 - 6747 8998, **Fax No.:** +91 - 22 - 6747 8995, **Website:** www.dnafinserv.com **Email:** balakrishnan.iyer@dnafinserv.com **Contact Person:** Mr. Balakrishnan Iyer **SEBI Regn. No.:** INM000011484	**BIGSHARE SERVICES PRIVATE LIMITED** E-2, Ansa Industrial Estate, Sakhivihar Road, Sakinaka, Andheri (East), Mumbai - 400 072, Maharashtra **Tel. No.:** +91 - 22 - 4043 0200, **Fax No.:** + 91 - 22 - 2847 5207, **Website:** www.bigshareonline.com **Email:** openoffer@bigshareonline.com, **Contact Person:** Mr. Ashok Shetty **SEBI Regn. No.:** INR000001385

Issued on behalf of the Acquirer by Manager to the Offer

Date: February 24, 2015 **Place: Mumbai**

Raka