DETAILED PUBLIC STATEMENT FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS OF

COIMBATORE FLAVORS AND FRAGRANCES LIMITED ("CFFL"/ "Target Company"/ "TC"/ "Company")

Registered Office: 6 SRB Ponnuswamy Nagar, Saibaba Colony, Coimbatore 641 011

CASH OFFER FOR ACQUISITION OF EQUITY SHARES FROM SHAREHOLDERS

Open Offer for Acquisition of 7,80,000 Equity Shares from the Shareholders of M/s. Coimbatore Flavors And Fragrances Limited by Mr. P.B. Krishna Prasad (hereinafter referred to as Acquirer)

This Detailed Public Statement ("DPS") is being issued by Vivro Financial Services Private Limited, the Manager to the Offer ("Manager"), on behalf of Mr. PB. Krishna Prasad ("Acquirer") in compliance with Regulations 13(4) of the Securities & Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments thereto ("SEBI (SAST) Regulations, 2011") Pursuant to the Public Announcement (PA) filed on November 30, 2012 with The Madras Stock Exchange Limited, The Coimbatore Stock Exchange Limited, The Cochin Stock Exchange Limited and The Ahmedabad Stock Exchange Limited, Securities and Exchange Board of India ("SEBI") and Target Company, in terms of Regulation 3, 4 and all the other applicable provisions of the SEBI (SAST) Regulations, 2011.

I THE ACQUIRER, PAC, TARGET COMPANY AND OFFER:

A. Information regarding the Acquirer

- Mr. P.B. Krishna Prasad, son of Mr. Badrinath aged about 45 years, presently residing at No.6,Kandasamy Street, R.A.Puram, Chennai 600 028 Ph : (044-)-42180326 is the only Acquirer within the meaning of Regulation 2(1)(a) of the SEBI (SAST) Regulations, 2011.
- He is a Diploma holder in Chemical Technology from State Board of Technical Education and Training, Tamil Nadu . He has on-site experience of the construction and execution part of the business right from the concept to completion stage.
- Mr. P B Krishna Prasad is Managing Director of Vasavi Housing Infrastructure Limited and director in Vasavi Meppur Construction Pvt. Ltd. and Vasavi Cerunti Construction Pvt. Ltd. He is neither a director in any Listed Company nor a whole time director in any company. He is actively involved in managing the projects of the Vasavi group companies, negotiates with the landowners, and deals with the customers and Government agencies for obtaining plan sanction and other relevant matters.
- Mr. K.R. Ganesh (Membership No.022439), partner of Padmanabhan Ramani & Ramanujam, Chartered Accountants, having their Office at "Keelapandal House"#7, New # 19, 3rd Street, Sowrashtra Nagar, Choolaimedhu, Chennai – 600 094, Ph. 044 2484 1528, 2483 8069, email ganeshumesh@airtelbroadband.in vide certificate dated September 14, 2012 has certified that the Net worth of Mr. PB Krishna Prasad is Rs. 20.47 Lakhs (Rupees Twenty Lakhs Forty Seven Thousand Only) as on September 13, 2012.
- As on date of this DPS, the Acquirer does not hold any equity shares of the Target Company and hence the provisions of Chapter V of SEBI (SAST) Regulations, 2011 are not applicable.
- The Acquirer is not forming part of the Promoter group of the Target Company. As on the date of the DPS, there is no nominee of the Acquirer on the Board of Directors of the Target Company.
- The Acquirer has not been prohibited by SEBI from dealing in securities, in terms of directions issued under Section 11B of the SEBI Act, 1992, as amended (the 'SEBI Act') or any other Regulations made under the SEBI Act.
- There are no pending litigations against the Acquirer

B Details of Seller:

- Mr. Benny Abraham, Son of Late Sri V C Abraham, aged 51 years , residing at 671A, Okamattathil, 2, Koothattukulam, Muvattupuzha, Pin 686662 intends to sell 11,38,790 shares representing 37.96% of voting capital of Target Company by way of Share Purchase Agreement dated November 30, 2012.
- Before the aforementioned transaction, Promoter/Seller was holding 11,38,790 shares, representing 37.96 % of the voting capital of the Target Company
- The Seller has not been prohibited by SEBI from dealing in securities, in terms of directions issued under Section 11B of the SEBI Act, 1992, as amended (the 'SEBI Act') or any other Regulations made under the SEBI Act.

C Target Company (Coimbatore Flavors and Fragrances Limited):

- CFFL was originally incorporated in the name of Indian Flavors and Fragrances Private Limited on October 10, 1985 under the Companies Act, 1956 as Private Limited Company with the Registrar of Companies, Tamil Nadu, Coimbatore. It subsequently got converted into a public limited company with effect from December 3, 1994. The name of the Company was changed to Coimbatore Flavors and Fragrances Limited and fresh certificate of incorporation was obtained from Registrar of Companies, Tamil Nadu on January 22, 1996.
- The registered office of CFFL is situated at 6 SRB Ponnuswamy Nagar, Saibaba Colony, Coimbatore 641 011, Telfax No. 0422 4386483,Email:cffl@gmail.com, The CIN of the Company is L24244TZ1985PLC001679.
- As on the date of the PA, the Authorized Share Capital of the Company is Rs. 3,00,00,000/- divided into 30,00,000 Equity Shares of Face Value of Rs. 10/- each. The present issued, subscribed and paid up capital of the company is Rs. 3,00,00,000/- comprising of 30,00,000 Equity Shares of Face Value Rs. 10/- each fully paid up. There are no calls in arrears and no partly paid up shares in the Target Company.
- The shares of the company are listed on The Madras Stock Exchange Limited, The Coimbatore Stock Exchange Limited, The Cochin Stock Exchange Limited and The Ahmedabad Stock Exchange Limited, the Equity Shares of the Target Company are not frequently traded within the meaning of Regulation 2(1) (j) of SEBI (SAST) Regulations.
- No action has been taken by the SEs, SEBI or any other authority against the Target Company, its Promoters or Directors.
- As on the date of this DPS, there are no partly paid up shares and no outstanding instruments in the nature of warrants / fully convertible debentures / partly convertible debentures etc. which are convertible into equity at any later date in the Target Company.
- There has been no merger, de-merger and spin off in the last three years in the Target Company.
- The present Board of Directors of the Target Company are Mr. Roy Abraham DIN 03198367 Mr. Benny Abraham DIN 03285792 and Mr. T.P. Muralidharan DIN 01571734
- **The financials highlights of CFFL are given below**

The key financial information of the Target Company based on the audited financial statements for the financial year ended March 31, 2010, March 31, 2011, March 31, 2012 and half yearly statement ended on September 30,2012 are as follows :

(Amount in Rs.)

Particulars	Financial Year Ended on March 31, 2010 (Audited)	Financial Year Ended on March 31, 2011 (Audited)	Financial Year Ended on March 31,2012 (Audited)	Half Year Ended on Sept 30, 2012
Total Revenue	17,09,300.00	(45,13,778.00)	68,98,094.00	2,61,000.00
Net Income	(14,11,333.00)	(67,18,719.00)	(58,22,296.00)	1,29,850.00
EPS (in Rs.)	(0.47)	(2.24)	(1.94)	0.04
Net Worth / Shareholder's Funds	88,38,832.00	21,20,113.00	86,41,908.00	87,71,758.00

Source: Annual Reports for the year ending March 2010, March 2011, March 2012 and Half year ended on September 30, 2012

D Details of the Offer:

- Cash Offer of Re.1.50 (Rupee One and Paise Fifty Only) Per Equity Share for Acquisition of 7,80,000 (Seven Lakhs Eighty Thousand only) Equity Shares representing 26.00% of the total paid up Equity Share Capital from Public Shareholders of the Target Company.
- The offer is made to (i) all the public shareholders (except parties to the SPA) whose names appear in the register of shareholders on the Identified Date, (ii) those persons who own the shares any time prior to the closure of the Offer, but are not the registered shareholder(s).
- The payment of consideration shall be made to all the shareholders, who have tendered their shares in acceptance of the open offer, within 10 days from the expiry of the tendering period. Credit for the consideration will be paid to the shareholders who have tendered shares in the open offer, by ECS, Direct Credit or crossed account payee cheques/ pay order/demand drafts, RTGS and NEFT. It is desirable that shareholders provide bank details in the form of Acceptance-cum-Acknowledgement, so that the same can be incorporated in the cheque/demand drat/pay order.
- As on the date of Public Announcement, no other statutory approvals are required to be obtained for the purpose of the Open Offer. If any other statutory approvals are required or become applicable, the offer would be subject to the receipt of such other statutory approvals.
- In case of any delay in the receipt of any statutory approval, Regulation 18(11) of the SEBI (SAST) Regulations, 2011 shall be adhered to, i.e. extension of time to the Acquirer for payment of consideration to the shareholders of the Target Company subject to the Acquirer agreeing to pay the interest as directed by SEBI, in exercise of SEBI's powers in this specific regard. Further, in case the delay occurs on account of willful default by the Acquirer in obtaining any statutory approval in time, the amount lying in the escrow account shall be liable to be forfeited and dealt with in the manner provided in clause (e) of sub-regulation (10) of regulation 17 of (SAST) Regulations, 2011.
- The Manager to the Offer, Vivro Financial Services Pvt. Ltd. does not hold any Equity Shares in the Target Company as on date of this DPS. The Manager to the Offer further declares and undertakes that they will not deal in their own account in the Equity Shares of the Target Company during the Offer Period.
- This is not a conditional Offer and not subject to any minimum level of acceptance. The Acquirer will acquire all the Shares of the Target Company that are validly tendered as per terms of the Offer subject to the terms and conditions mentioned in this DPS and the Letter of Offer to be sent to the Shareholders up to a maximum of 7,80,000 equity shares.
- This is not a Competitive Bid in terms of regulation 20 of SEBI (SAST) Regulations 2011.
- The SPA is subject to compliance of provisions of SEBI (SAST) Regulations and in case of non compliance with the provisions of SEBI (SAST) Regulations; this SPA shall not be acted upon.

E To the extent required and to optimize the value to all the shareholders, the Acquirer may subject to applicable shareholders' consent, enter into any compromise or arrangement, reconstruction, restructuring, merger, amalgamation, rationalizing and/or streamlining of various operations, assets, liabilities, investments, businesses or otherwise of the Target Company. Notwithstanding, the Board of Directors of the Target Company will take appropriate decisions in these matters in line with the requirements of the business and opportunities from time to time.

As on the date of this DPS, the Acquirer does not have any intention to sell, dispose of or otherwise encumber any significant assets of CFFL except in the ordinary course of business of CFFL and its 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 prior approval of the shareholders at a General Body Meeting of CFFL in accordance with regulation 25(2).

However the Acquirer may give effect such alienation but subject to passing a special resolution by the shareholders of Coimbatore Flavors and Fragrances Ltd. by way of a postal ballot and the notice for such postal ballot containing reasons as to why such alienation is necessary.

The Acquirer intends to seek a reconstitution of the Board of Directors of the Target Company after successful completion of Offer.

F. In terms of Clause 40A of the Listing Agreement with the Stock Exchanges read with Rule 19A(1) of the Securities Contracts (Regulations) Rules,1957, the Target Company is required to maintain at least 25% public shareholding for listing on a continuous basis. The present Offer will not result in the public shareholding of the Target falling below the minimum level required as per the Listing Agreement.

II Background to the Offer:

a) The Acquirer has entered into a Share Purchase Agreement ("SPA") with the Promoter of the Target Company on November 30, 2012 for acquisition of 11,38,790 fully paid up equity shares of Rs.10/- each ("Sale Shares"), constituting 37.96% of the total paid-up equity share capital of the Target Company at a price of Rs.0.70 (Paise Seventy only) per fully paid-up equity share ("Negotiated Price"), aggregating to Rs. 7,97,153 (Rupees Seven Lakhs Ninety Seven Thousand One Hundred and Fifty Three Only) details of which are as follows:

Seller			Acquirer		
Name of the Sharehol der	No. of Equity Shares	% w.r.t. to the total paid up capital	Name of the Acquirer	No. of Equity Shares	% w.r.t. to the total paid up capital
Mr. Benny abraham	11,38,790	37.96	Mr. P.B Krishna Prasad	11,38,790	37.96

b) Pursuant to the above acquisition of shares and change in control, the Acquirer is making this Public Announcement to the shareholders of the Target Company to acquire 7,80,000 equity shares representing 26% of the paid up equity and voting share capital of the Target Company at a price of Re. 1.50 (Rupee One and Paise Fifty Only) per fully paid up equity share payable in cash..

The major terms of the SPA are as under:

1 The Acquirer is interested to gain control and management of the company along with acquisition of the said shares.

2 The sale and purchase of the sale shares shall be subject to compliance with the provisions of the Takeover regulations

3 The Share Purchase Agreement, by its own terms, shall be effective only upon certification by the manager to the Offer that the formalities related to the offer have been duly completed in compliance with SEBI (SAST) Regulations; 2011as may be applicable to the transfer of shares in favour of the Acquirer.

4 The Buyer Agrees not to transfer the transaction shares in his name or any of his nominees, or in any other manner whatsoever till the completion of his obligations envisaged under the Regulations. The Buyer can exercise voting rights in respect of the Sale Shares only after completion of the Offer formalities as certified by the Merchant Banker.

5 Any Nominee (s) of the buyer shall be appointed as additional Director(s) on the Board of the Company only in compliance with Regulation 24(1) of the SEBI (SAST) Regulations, 2011

6 After completion of the Open Offer formalities, there shall be arranged a board meeting of the Company at which the following business shall be conducted:

- To appoint the nominees of the Acquirer as Additional Directors, if any;
- To take on record the letters of resignation of the directors nominated by the Sellers on the Company's Board of Directors with effect from the close of such Board Meeting;
- To appoint new independent directors as Additional Directors of the Company compliance with Regulation 24(1) of the SEBI (SAST) Regulations 2011.
- To approve transfer of shares in the name of the Acquirer

III. SHAREHOLDING AND ACQUISITION DETAILS:

The Current and proposed shareholding of the Acquirer in TC and the details of acquisition are as follows:

Details	P.B. Krishna Prasad (Acquirer)	
	No.	%
Shares acquired before PA date	Nil	Nil
Shares agreed to be acquired through SPA which triggered off the Regulations	11,38,790	37.96
Shares acquired between the PA date and the DPS date	Nil	Nil
Post Offer shareholding (*) (On Diluted basis, as on 10th working day after closing of tendering period)	19,18,790	63.96

* Assuming all the shares which are offered are accepted in the Open offer

The Acquirer does not hold any shares as on date of PA in the Target Company.

IV Offer Price

i The equity shares of "CFFL" are currently listed on The Madras Stock Exchange Limited, The Coimbatore Stock Exchange Limited, The Cochin Stock Exchange Limited and The Ahmedabad Stock Exchange Limited.

ii There has been no active trading in the shares of Target Company during twelve calendar months preceding the month in which this PA is made. The Equity Shares of CFFL are not frequently traded within the meaning of explanation provided in Regulation 2(j) of the SEBI (SAST) Regulations, 2011.

iii The Offer Price of Re 1.50 (Rupee One and Paise Fifty Only) is justified in terms of Regulation 8 (2) of the SEBI (SAST) Regulations on the basis of the following:

a.	Highest Negotiated Price per share for acquisition under the Share Purchase Agreement.	Rs.0.70	
b.	The volume-weighted average price paid or payable for acquisitions, whether by the Acquirer or by any person acting in concert with him, during the fifty-two weeks immediately preceding the date of public Announcement.	NA	
c.	Highest price paid or payable for acquisitions by the acquirer during 26 weeks immediately preceding the date of PA.	Rs. 0.70	
d.	the volume-weighted average market price of shares for a period of sixty trading days immediately preceding the date of the public announcement as traded on the stock exchange where the maximum volume of trading in the shares of the target company are recorded during such period	N.A	
e.	Other Financial Parameters as at :	For the year ended on March 31, 2012 (Audited)	For Six Months ended on September 30 , 2012 (Certified by Auditor)
(i)	Return on Net worth (%)	NIL	1.48 %
(ii)	Book Value per share (Rs.)	2.88 *	2.92
(iii)	Earnings Per Share (Rs.)	NIL	0.04

* Since the value per share under PECV is Nil, the fair value is limited to half of the NAV as per CCI Guidelines

The Fair Value of equity shares of CFFL is Re. 1.44 per share (Rupee One and Paise Forty Four Only), in terms of Controller of Capital Issue, Department of Economic Affairs, Ministry of Finance, Government of India and also keeping in view the supreme Court's decision in the Hindustan Lever Employees' Union vs. Hindustan Lever Limited (1995) reported at (83 Companies Cases 30) as certified vide Valuation certificate dated October 9, 2012 by Mr. K.P Sebastian (Partner in Sebastian & Paulose) (Membership No. 200553) , Chartered Accountants having its office situated at Door No. 38/1073, Behind Padma Theatre, Cochin - 682035 Tel. No.:0484-2362905, 4021141, Email ID: sebastiankp@sify.com

In view of the parameters considered and presented in table above, in the opinion of the Acquirer and Manager to the Offer, the Offer Price of Re 1.50 (Rupee One and Paise Fifty Only) per share being the highest of the prices mentioned above is justified in terms of Regulation 8 of the SEBI (SAST) Regulations, 2011.

iv. The relevant price parameters have not been adjusted for any corporate actions.

v. As on date there is no revision in open offer price or open offer size. In case of any revision in the open offer price or open offer size, the Acquirer shall comply with Regulation 18 of SEBI (SAST) Regulations, 2011 and all the provisions of SEBI (SAST) Regulations, 2011 which are required to be fulfilled for the said revision in the open offer price or Open offer size.

vi Where the Acquirer has acquired or agreed to acquire any shares or voting rights in the Target Company during the offer period, whether by subscription or purchase, at a price higher than the offer price, the offer price shall stand revised to the highest price paid or payable for any such acquisition. Provided that no such acquisition shall be made after the third working day prior to the commencement of the tendering period and until the expiry of the tendering period.

vii. Where the Acquirer acquires shares of the Target Company during the period of twenty-six weeks after the tendering period at a price higher than the offer price under these regulations, the Acquirer shall pay the difference between the highest acquisition price and the offer price, to all the shareholders whose shares were accepted in the open offer, within sixty days from the date of such acquisition

viii If there is any revision in the offer price on account of future purchases / competing offers, it will be done only up to the period prior to three (3) working days before the date of commencement of the tendering period and would be notified to shareholders.

V. Financial Arrangements:

- The maximum purchase consideration payable by the Acquirer in case of full acceptance of offer i.e. 7,80,000 fully paid up equity shares is Rs. 11,70,000/- (Rupees Eleven Lakhs Seventy Thousand Only) at a price of Re. 1.50 (Rupee One and Paise Fifty Only) per equity share (the "Offer Price") payable in cash subject to the terms and conditions mentioned hereinafter.
- The Acquirer has adequate resources to meet the financial requirement of the Offer in terms of Regulation 25(1) & 27(1) (b) of the SEBI (SAST) Regulations. The Acquirer has made firm arrangement for the resources required to complete the Offer in accordance with the SEBI (SAST) Regulations. No borrowing from any Bank/ Financial Institution is being specifically made for this purpose.
- The Acquirer has opened a Cash Escrow Account in the name and style of **"CFFL – Open Offer – Escrow Account"** with HDFC Bank Limited at its branch office at 115, Dr. Radhakrishna Salai, 9th Floor, Mylapore, Chennai - 600004 and has deposited Rs.11,70,000/- (Rupees Eleven Lakhs Seventy Thousand Only) being 100% of the total consideration payable under the Offer. The Acquirer has arranged a lien on the cash deposit in favour of the Manager to the Offer. The Manager to the Offer has been authorised by the Acquirer to operate the Escrow Account in terms of Regulation 21(1) of the SEBI (SAST) Regulations.
- The Manager to the Offer has been duly authorized by the Acquirer to operate the Escrow Account in terms of Regulation 21(1) of the SEBI (SAST) Regulations and a lien has been marked on the said Escrow Account in favour of Vivro Financial Services Pvt. Ltd., Manager to the Offer.
- Mr. K.R. Ganesh (Membership No.022439), partner of Padmanabhan Ramani & Ramanujam, Chartered Accountants, having their Office at "Keelapandal House"#7, New # 19, 3rd Street, Sowrashtra Nagar, Choolaimedhu, Chennai – 600 094, Ph. 044 2484 1528, 2483 8069, email ganeshumesh@airtelbroadband.in, vide certificate dated September 14, 2012 has certified that the net worth of Mr. P. B. Krishna Prasad is Rs. 20.47 Lakhs (Rupees Twenty Lakhs Forty Seven Thousand Only) as on September 13, 2012. and also certified that Mr. PB Krishna Prasad has sufficient means to fulfill his part of the obligations under this instant offer.
- Based on the above and in light of the escrow arrangements set out above, the Manager to the Offer is satisfied with the ability of the Acquirer to implement the Offer in accordance with the Regulations as firm financial arrangements are in place to fulfill the obligations under the Regulations

VI. Statutory and Other Approvals:

- As on the date of this DPS, there are no statutory approvals required for the acquisition of equity shares tendered pursuant to this Offer except as stated above. If any statutory approvals are required or become applicable, the Offer would be subject to the receipt of such other statutory approvals. The Acquirer will not proceed with the Offer in the event that such statutory approvals that are required are refused in terms of Regulation 23 of the SEBI (SAST) Regulations.
- Provided that where the Acquirer is unable to make the payment to the shareholders who have accepted the open offer within such period owing to non-receipt of statutory approvals required by the Acquirer, the Board may, where it is satisfied that such non-receipt was not attributable to any willful default, failure or neglect on the part of the Acquirer to diligently pursue such approvals, grant extension of time in terms of Regulation 18(11) of SEBI (SAST) Regulations, 2011 for making payments, subject to the Acquirer agreeing to pay interest to the shareholders for the delay at such rate as may be specified.
- No approvals are required from FIs/Banks for the Offer.
- The Offer would be subject to all other statutory approvals that may become applicable at a later date before the completion of the Offer
- An open offer for acquiring shares once made shall not be withdrawn except under any of the circumstances mentioned in Regulation 23 of SEBI (SAST) Regulations.

VII. TENTATIVE SCHEDULE OF THE ACTIVITIES PERTAINING TO THE OFFER:

ACTIVITY	DATE	DAY
Public Announcement (PA) Date	November 30, 2012	Friday
Detailed Public Statement (DPS) Date	December 07, 2012	Friday
Last Date for a Competing Offer	December 31, 2012	Monday
Filling of Draft Letter of Offer with SEBI along with soft copies of Short PA and detailed PA	December 14, 2012	Friday
Receipt of comments from SEBI on Draft Letter of Offer	January 07, 2013	Monday
Identified Date (for the purpose of determining the name of shareholders to whom the Letter of Offer will be sent)	January 09, 2013	Wednesday
Date by which Letter of Offer to be Dispatched to the Shareholders	January 17, 2013	Thursday
Last date for Revising the Offer Price / Number of Equity Shares	January 18, 2013	Friday
Last Date by which Board of Target Company shall give its recommendations	January 21 , 2013	Monday
Advertisement of Schedule of activities for open offer, status of statutory and other approvals in newspapers and sending to SEBI, Stock Exchanges and Target Company	January 23, 2013	Wednesday
Date of Commencement of Tendering Period (Offer Opening Date)	January 24, 2013	Thursday
Date of Expiry of Tendering Period (Offer Closing Date)	February 07, 2013	Thursday
Date by which all requirements including payment of consideration would be completed	February 21, 2013	Thursday

VIII. PROCEDURE FOR TENDERING THE SHARES IN CASE OF NON RECEIPT OF LOF:

- The Acquirer has appointed Integrated Enterprises (India) Limited as Registrar to the Offer. Shareholders who are holding shares in physical form (i.e. share certificates) and wish to tender their shares may send the FOA together with the Original Share Certificate(s) and Transfer Deed(s) duly signed to the Registrar to the Offer at the address: II Floor, "Kences Towers", No.1, Ramakrishna Street, North Usman Road, T Nagar, Chennai – 600 017 in an envelope subscribing the same either by hand delivery during normal business hours Monday to Friday 11.00 a.m. to 4.00 p.m. (excluding Bank Holidays) or by Registered Post on or before the closure of the Offer i.e. 07th February, 2013 in accordance with the instructions specified in the LOF and the FOA.
- All Shareholders of the Target Company, except for the parties to the SPA, who own equity shares anytime before the closure of the Open Offer, are eligible to participate in the Open Offer.
- In case (a) Shareholders who have not received the Letter Of Offer, (b) unregistered shareholders (c) owners of the shares who have sent the shares to the Target Company for transfer may send their consent to the Registrar to the Open Offer on plain paper, stating the name, addresses, nos. of shares held, distinctive nos., folio nos., no. of shares offered along with the documents to prove their title to such shares such as broker note, succession certificate, original share certificate/original Letter of Allotment and valid share transfer deeds (only one per folio) duly signed by such share holders (in case of joint holdings in the same order as per the specimen signatures lodged with CFFL), and witnessed (if possible) by the notary public or a bank manager or the member of the Stock Exchange with membership no. as the case may be, shall need to be provided so as to reach the Registrar to the Open Offer on or before 5 pm up to the date of closure of the Open Offer i.e. 07th February, 2013. Such shareholders can also obtain the Letter of Offer from the Registrar to the Open Offer by giving an application in writing to that effect.
- The Letter Of Offer together with Form of Acceptance cum Acknowledgement ("FOA"), and Transfer Deed ("TD") will be mailed on or before 17th January, 2013 to all the beneficial owners holding fully paid up equity shareholders of CFFL (except the Acquirer, promoters, promoter group and parties to the Agreement). The above will also be available on SEBIs website i.e. www.sebi.gov.in and the shareholders can also apply by downloading such form from the said website.

  In case of non-receipt of the Letter of Offer, All owners of the shares, Registered or Unregistered (except the Promoter/ Acquirer i.e. parties to the SPA) who own the shares any time prior to the Closing of the Offer are eligible to participate in the Offer. Unregistered owners can send their application in writing to the Registrar to the Offer, on a plain paper stating the Name & Address of the First Holder, Name(s) & Address (es) of Joint Holder(s) if any, Number of Shares held, Number of Shares offered, Distinctive Numbers, Folio Number, together with the original Share Certificate(s), valid Transfer Deeds and the original Contract Notes issued by the Broker through whom they acquired their shares.
- No indemnity is required from unregistered shareholders.
- Applications in respect of the equity shares of the Target Company that are the subject matter of litigation wherein the shareholder(s) may be precluded from transferring the shares during the pendency of the said litigation are liable to be rejected in case directions/orders regarding these equity shares are not received together with the shares tendered under this Offer prior to the date of the closing of this Offer.
- The Registrar to the Offer will hold in trust the shares / share certificates, FOA, if any, and the transfer form/s on behalf of the shareholders of the Target Company who have accepted this Offer, till the Acquirer completes this Offer obligation in accordance with the Regulations.
- Applications which are complete in all respect and which reach the Registrar on or before the date of closure of this Offer i.e. 07th February, 2013 would be approved and accepted by the Acquirer. The payment of consideration for the applications so accepted will be made through a crossed account payee cheque/demand draft/pay order or through Direct Credit ('DC'), National Electronic Funds Transfer ('NEFT'), Real Time Gross Settlement ('RTGS'), Electronic Clearing Services (ECS), at specified centers where clearing houses are managed by the Reserve Bank of India within 10 days from the date of closure of Offer. The intimation regarding acceptance of applications and payment of consideration will be dispatched to the shareholders by registered/speed post at the shareholders' sole risk. In case of joint holder(s), the cheque/demand draft will be drawn in the name of the first holder and in case of unregistered owners of shares the consideration will be paid to the person whose name is stated in the contract note.
- The Letter of Offer along with the Form of Acceptance cum Acknowledgement would also be available at SEBI's website, www.sebi.gov.in, and shareholders can also apply by downloading such forms from the said website.
- Neither the share certificate(s) nor transfer deed(s) nor the Form of Acceptance should be sent to the Seller or to the Acquirer or the Target Company or Manager to the Offer.

IX. DETAILED PROCEDURE FOR TENDERING THE SHARES IN THE OFFER WILL BE AVAILABLE IN THE LETTER OF OFFER.

X. OTHER INFORMATION

- The Acquirer, Mr. PB. Krishna Prasad accepts full responsibility for the information contained in the PA and DPS and also for the obligations of the Acquirer as laid down in terms of the Regulations and subsequent amendments made thereof.
- The Acquirer has appointed Vivro Financial Services Pvt. Ltd. as Manager to the Offer having office at "Manu Mansion", 16/ 18, Shahid Bhagat Singh Road, Opp. Old Customs House, Fort, Mumbai – 400 023. Tel.: (022) - 22657364, 22624656,22658397 Fax: (022) 22658406 Email-ID: investors@vivro.net. The contact person is Mr. Jayesh Vithlani / Ms. Sashi Singhvi.
- The Acquirer has appointed Integrated Enterprises (India) Ltd., as Registrar to the Offer having office at II Floor, "Kences Towers", No.1 Ramakrishna Street, North Usman Road, T Nagar, Chennai – 600 017 (Telephone No. (044) 28140801, 802 803, Fax No. (044) 28142479 email: corpserv@iepindia.com (Contact Person: Mr. S.Sriram)
- This Detailed Public Statement would also be available on SEBI's website (http://www.sebi.gov.in).

Issued by:

MANAGER TO THE OFFER	REGISTRAR TO THE OFFER
VIVRO **Vivro Financial Services Private Limited.** **SEBI REGN. No.: INM000010122** "Manu Mansion", 16/ 18, Shahid Bhagat Singh Road, Opp. Old Customs House, Fort, Mumbai – 400 023. Tel.: (022) - 22657364, 22624656,22658397 Fax: (022) 22658406 Email-ID: investors@vivro.net **Contact Person:** Mr. Jayesh Vithlani/ Ms. Shashi Singhvi	**Integrat ed Enterprises (India) Limited.** 2nd Floor, Kences Tower, No. 1 Ramakrishna Street, North Usman Road, T. Nagar, Chennai-600 017 Contact Person : S.Sriram Tel : (044) 2814 0801, 802 , 803 Fax: (044) 2814 2479 Email : corpserv@iepindia.com

Date: 07.12.2012
Place: Coimbatore

On behalf of the Acquirer
Mr. P.B Krishna Prasad