PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS OF M/S SWADESHI INDUSTRIES AND LEASING LIMITED

("SILL" /"TARGET COMPANY)

Registered Office: 407, Sai Infotech, 4th Floor, Patel Chowk, R.B. Mehta Marg, Ghatkopar (East),Mumbai-400 077 Phone No. 022 – 67107335 / 36, Fax 022 - 67107335, Email id: swadeshiindustries@gmail.com

CASH OFFER FOR ACQUISITION OF EQUITY SHARES FROM SHAREHOLDERS

OPEN OFFER FOR ACQUISITION OF 14,06,067 (FOURTEEN LACS SIX THOUSAND AND SIXTY SEVEN) EQUITY SHARES FROM SHAREHOLDERS OF SILL BY M/S CHIN INFO TECH PRIVATE LIMITED ("CITPL"/ACQUIRER COMPANY)

1. OFFER DETAILS

This open offer (the "**Open Offe**r") is being made by M/s Chin Info Tech Private Limited for acquisition of 14,06,067 (Fourteen Lacs Six Thousand and Sixty Seven) Equity Shares of Rs. 10/- each at a price of **Rs. 2,10,91,005/-(Rupees Two Crores Ten Lakhs Ninety One Thousand and five Only)** payable in cash subject to the terms and conditions as applicable. The Acquirer has entered into a Share Purchase Agreement ("**SPA**") with the Promoters of Target Company (hereinafter referred to as the "**Sellers**"), on Wednesday, 9th November, 2011 wherein it is proposed that they shall purchase 6,31,300 fully paid up equity shares of the Target Company bearing a face value of Rs.10/- each ("**Sale Shares**"), which amounts to 16.15 % of the total paid-up equity share capital of the Target Company as on 9th November, 2011. The said sale is proposed to be executed at a price of Rs.15/- (Rupees Fifteen only) per fully paid-up equity share ("**Negotiated Price**"), aggregating to Rs. 94,69,500/- (Rupees Ninety Four Lakhs Sixty Nine Thousand Five Hundred only) ("**Purchase Consideration**") payable in cash. The Target Company has passed Special Resolution pursuant to the provisions of Section 81(1A) of the Companies Act, 1956 and all the other provisions of applicable laws, if any, in the Extra ordinary General Meeting of the Company held on Wednesday, 9th November, 2011for issue & allotment of 15,00,000 Equity shares of Rs. 10/- each which amounts to 27.74% of the total paid up equity shares (post allotment of shares) of the Target Company. Consequent upon acquiring the shares pursuant to the execution of SPA & proposed allotment of equity shares on Preferential basis the post shareholding & voting rights of the Acquirer will be 39.41 % of the total paid up equity shares of the Target Company. Pursuant to proposed allotment of equity shares on Preferential basis and consequent changes in control of the Target Company contemplated under the SPA, this mandatory Open Offer is being made by the Acquirer in compliance with Regulation 3, 4 and other applicable provisions of SEBI (SAST) Regulations, 2011 as amended.

2. TRANSACTION WHICH HAS TRIGGERED THE OPEN OFFER OBLIGATIONS (UNDERLYING TRANSACTION)

Details of underlying transaction						
Type of Transaction (direct/ indirect)	**Mode of Transaction (Agreement/ Allotment/ market purchase)**	**Shares / Voting rights acquired/ proposed to be acquired**		**Total Consideration for shares /VRs acquired (Rs. in Crores)**	**Mode of payment (Cash/ securitie) (*1)**	**Regulation which has triggered**
		Number	**% vis a vis total Equity / voting capital.**			
Direct	Through Share Purchase Agreement and proposed allotment of Equity Shares on Preferential Basis	21,31,300	39.41%	3,19,69,500/-	Cash	Regulation 3 & 4 of SEBI (SAST) Regulations 2011

3. ACQUIRER(S) / PAC

Details	Acquirer	PAC
Name of Acquirer	M/s Chin Info Tech Private Limited	N.A
Address	Parasav Nagar, No. 1, B- Wing, Block No. 405, Opp. Veena Hotel, Bhayandar (W), Mumbai 401101, Maharashtra	------
Name(s) of ~~persons in control~~ /promoters of acquirers/ ~~PACs where Acquirers/ PAC are companies~~	1. Vikas K. Sanklecha 2. Aqua Marine Solution Private Limited	------
Name of the Group, if any, to which the Acquirer/PAC belongs to	N.A	------
Pre Transaction shareholding • Number • % of total share	NIL	------

capital		
Proposed shareholding after the acquisition of shares which triggered the Open Offer	21,31,300 (39.41%)	------
Any other interest in the TC	NO	------

4. **DETAILS OF SELLING SHAREHOLDERS, IF APPLICABLE**

Name	**Part of promoter group (Yes/ No)**	**Details of shares/ voting rights held by the selling shareholders**			
		Pre Transaction		**Post Transaction**	
		Number	**%**	**Number**	**%**
Mr. Satishchandra Gautam	Yes	47500	1.22	NIL	N.A
Ms. Mukta Gautam	Yes	33350	0.85	NIL	N.A
Ms. Nilima Gautam	Yes	27500	0.70	NIL	N.A
Mrs. Shashi Gautam	Yes	31650	0.81	NIL	N.A
Ms. Malini Gautam	Yes	26950	0.69	NIL	N.A
Ms. Shalini Gautam	Yes	26650	0.68	NIL	N.A
Ms. Sudha Gautam	Yes	26000	0.67	NIL	N.A
Ms. Vimla Gautam	Yes	20000	0.51	NIL	N.A
S. C Gautam HUF	Yes	30000	0.77	NIL	N.A
Ms. Vibha Gautam	Yes	6000	0.15	NIL	N.A
Mr. Brijesh Chandra	Yes	4450	0.11	NIL	N.A
Mr. Shree Krishna Agrawal	Yes	1000	0.03	NIL	N.A
Mr. Rajnikant N. Shah	Yes	250	0.01	NIL	N.A
M/s Lalima Buildcon Private Limited	Yes	350000	8.96	NIL	N.A
	TOTAL	**631300**	**16.15**	**-----**	**-----**

5. TARGET COMPANY

The Target Company i.e. Swadeshi Industries and Leasing Limited is listed on the Bombay Stock Exchange Limited and Delhi Stock Exchange Association Limited

6. OTHER DETAILS

6.1 This to inform to all the Shareholders of Target Company that the details of the open offer would be published shortly in the newspaper in terms of the provisions of Regulation 14 (3) of SEBI (SAST) Regulations, 2011 vide a Detailed Public Statement by Wednesday, 16th November, 2011.

6.2 The Acquirer M/s Chin Info Tech Private Limited has given undertaking that the Company is aware of and will comply with its obligations under the SEBI (SAST) Regulations, 2011 and has adequate financial resources to meet the Offer obligations.

6.3 This is not a Competitive Bid.

Issued by

For Comfort Securities Limited

Sd/-

Sarthak Vijlani
Vice President - MBD
Authorised Signatory

On behalf of

M/s Chin Info Tech Private Limited

Place: Mumbai

Date: 9th November, 2011