PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE SHAREHOLDERS OF

CIBA INDIA LIMITED

("Ciba India"/ "TARGET COMPANY")

Registered Office: Plot 37, Chandivali Farm Road, Chandivali, Andheri (East), Mumbai 400 072

CASH OFFER FOR THE ACQUISITION OF EQUITY SHARES FROM PUBLIC SHAREHOLDERS OF THE TARGET COMPANY

This Public Announcement ("Public Announcement" / "PA") is being issued by JM Financial Consultants Private Limited ("Manager to the Open Offer" / "JM Financial"), on behalf of BASF SE ("BASF" / "Acquirer") and BASF Handels - und Exportgesellschaft mbH being a Person Acting in Concert with the Acquirer ("BASF H&E" / "PAC"), pursuant to Regulations 10 and 12 of, and in compliance with, the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 1997 and subsequent amendments thereto (the "SEBI (SAST) Regulations").

1 BACKGROUND TO THE OFFER

1.1 BASF SE is a listed European Company incorporated on January 30, 1952 with its registered office located at 67056 Ludwigshafen, Germany. BASF H&E is a wholly owned subsidiary of BASF SE and for the limited purpose of this Open Offer (as defined below), within the meaning of Regulation 2(1)(e) of the SEBI (SAST) Regulations, will be treated as a "Person Acting in Concert" with the Acquirer. Other than BASF H&E, there are no other Persons Acting in Concert with the Acquirer for the purpose of the Open Offer. The Acquirer and the PAC are collectively hereinafter referred to as the "Acquirer Group".

1.2 This Open Offer is being made by the Acquirer to shareholders other than Ciba Holding AG ("**Ciba**" / "**Ciba Holding**") or any affiliates of Ciba (being the **Public Shareholders**) of the Target Company to acquire up to 2,656,164 Equity Shares (as defined below), being 20% of the Voting Capital (as defined below) of the Target Company ("**Open Offer Shares**"). The Target Company is a subsidiary of Ciba. Ciba, through itself and its affiliates, holds 69.28% of the Equity Shares of the Target Company as on the date of the **Public Announcement**. This Open Offer is being made pursuant to Regulations 10 and 12 and other applicable provisions of the SEBI (SAST) Regulations, consequent upon the consummation of the Global Acquisition (as defined below) of Ciba by the Acquirer Group, which could also be regarded as an indirect acquisition of Equity Shares and of control of the Target Company. This Open Offer is being made at a price of Rs. 237.13 per fully paid up Equity Share (the "**Open Offer Price**"), payable in cash in accordance with the SEBI (SAST) Regulations and subject to the terms and conditions mentioned hereinafter (the "**Open Offer**").

Summary details of the Global Acquisition / Global Offer

1.3 Pursuant to a transaction agreement dated September 14, 2008 ("**Transaction Agreement**"), BASF H&E and Ciba agreed to merge their businesses by means of a public tender offer by (**Global Offer**). BASF H&E, which was supported by the board of directors of Ciba, for all publicly held registered shares of Ciba, with a nominal value of CHF 1 each ("**Ciba-Shares**"). By means of the Global Offer, the Acquirer Group intended to fully take over the entire shareholding of Ciba ("**Global Acquisition**").

1.4 Following is a summary of certain key provisions of the Transaction Agreement which has been extracted from the Global Offer Prospectus (as defined below).
- BASF H&E undertook to make the Global Offer, and the board of directors of Ciba undertook to recommend the Global Offer.
- Ciba undertook to publish, within 5 trading days after the conclusion of the Global Offer as declared by BASF H&E, the invitation for an extraordinary shareholders' meeting. Such shareholders' meeting shall be presented with the agenda items necessary for the satisfaction of 2 conditions viz. the deletion of voting rights and registration restrictions in the articles of association of Ciba and the election of the persons designated by BASF H&E to the board of directors of Ciba. Further, Ciba undertook to register BASF H&E in the share ledger of Ciba as a shareholder with voting rights for all Ciba-Shares held and acquired under the Global Offer by BASF H&E (provided that all other conditions of the Global Offer had been satisfied or waived). In addition, the members of the board of directors of Ciba agreed to resign from the board of directors of Ciba. However, the above resolutions and actions were to be effective only from the Settlement Date (as defined in section 1.11 below).
- In addition, except for the share transfers as mentioned in the Transaction Agreement, Ciba undertook not to sell, purchase or issue any Ciba-Shares or options or financial instruments. Further, Ciba was required to conduct its business until the Settlement Date in the ordinary course of business and to execute certain legal transactions only with the consent of BASF H&E, to the extent this was allowed under antitrust law.

1.5 A pre-announcement of the Global Offer by BASF H&E was made in accordance with the articles of the Swiss Takeover Board's Ordinance on Tender Offers (**Swiss Takeover Ordinance**). The pre-announcement (**Global PA** / **Pre-Announcement**) was published on September 15, 2008 before the opening of the stock market (Zurich) in the electronic media and on September 17, 2008 in German in the Neue Zürcher Zeitung and in French in Le Temps. The Global Offer extended to a maximum of 66,176,359 Ciba-Shares, as computed in the Global Offer Prospectus. The Offer Prospectus in respect of the Global Offer (**Global Offer Prospectus**) was published on October 1, 2008.

1.6 The Global Offer period was from October 1, 2008 to October 28, 2008 and BASF H&E reserved the right to extend the Global Offer period once or several times (here-in after referred to as the **Global Offer Period**, which shall include any extensions). If the Global Offer became unconditional, there would be an additional period for acceptance of the Global Offer (the "**Additional Acceptance Period**") of 10 trading days.

1.7 The Additional Acceptance Period for BASF H&E's Global Offer ended on November 14, 2008. Up to the end of the Additional Acceptance Period, a total of 53,376,268 Ciba-Shares had been tendered to BASF H&E. Together with the Ciba-Shares that BASF H&E held before the publication of the Pre-Announcement and the other Ciba-Shares purchased by BASF H&E outside the Global Offer and treasury shares held by Ciba, this resulted in a participation of 65,328,153 Ciba-Shares, which corresponded to approximately 94.6% of all issued Ciba-Shares.

1.8 The Global Offer Price for each Ciba-Share was CHF 50 net ("**Global Offer Price**"), less the gross amount of any dilution effects becoming effective prior to the settlement of the Global Offer. Based on all outstanding Ciba-Shares and including all net financial liabilities and pension obligations, the enterprise value for the Global Acquisition amounted to CHF 6.1 billion (Rs. 2,669,360 lacs) (All foreign exchange conversions in the PA are based on the exchange rate as defined in section 11.8 below).

1.9 The Global Offer was subject to a number of 'conditions precedent' and 'conditions subsequent' as detailed in the Global Offer Prospectus. These included, *interalia*, the tendering of at least 66.67% of all Ciba-Shares issued at the expiration of the Global Offer Period, approval of relevant competition authorities in various jurisdictions, the removal of voting rights and registration restrictions from the articles of association of Ciba, the election of persons designated by BASF H&E to the board of directors of Ciba by a shareholders' meeting of Ciba, no material adverse financial changes during the Global Offer Period and no major divestiture or change in capital structure by Ciba. BASF H&E reserved the right to waive, in whole or in part, one or more conditions.

1.10 On December 2, 2008, at the Extraordinary General Meeting of Shareholders of Ciba, the voting rights and registration restrictions in the articles of association of Ciba were removed with effect as of the Settlement Date. At the same time, three nominees of BASF H&E – Dr. Hans-Ulrich Engel, Hans-Walther Reiners and Dr. Jörg Buchmüller – were elected to join Ciba's board of directors with effect from the Settlement Date.

1.11 Settlement Date: Payment of the Global Offer Price for the Ciba-Shares which had been validly tendered during the Global Offer Period and the Additional Acceptance Period took place on the settlement date (the "**Settlement Date**") being April 9, 2009. It was provided in the Global Offer Prospectus that, to the extent that the conditions precedent (as described in summary in section 1.9 above) were not satisfied, or waived, until the expiration of the Global Offer Period or the publication in the newspapers of the final interim results of the Global Offer, the Global Offer would have been declared unsuccessful and revoked. In the event that the conditions subsequent (as described in summary in section 1.9 above) were not satisfied, or waived, until the initial settlement date, being November 28, 2008, BASF H&E would have been entitled to revoke the Global Offer or to postpone the settlement date for a period of up to four months after the expiration of the Additional Acceptance Period. Unless the Swiss Takeover Board approved an additional postponement of the settlement of the Global Offer, BASF H&E would have revoked the Global Offer if the conditions subsequent were not satisfied, or waived, during such four-month period. As not all of the approvals from the relevant competition authorities had been obtained at the end of such four-month period, the Swiss Takeover Board, at the request of BASF H&E, extended the deadline for the settlement by four weeks until April 9, 2009.

1.12 With effect from the Settlement Date,
- the payment was made for Ciba-Shares acquired in the Global Offer and such Ciba-Shares were transferred to BASF H&E.
- the voting rights and registration restrictions in the articles of association of Ciba were removed
- all current members of Ciba's board of directors resigned and the election of three nominees of BASF H&E – Dr. Hans-Ulrich Engel, Hans-Walther Reiners and Dr. Jörg Buchmüller to Ciba's board of directors became effective.

1.13 BASF H&E held Ciba-Shares amounting to approximately 21.8% of outstanding shares prior to the Settlement Date (including Ciba-Shares held before the Pre-Announcement, and Ciba-Shares purchased outside the Global Offer). However, except for 1,011,536 Ciba-Shares amounting to approximately 1.5% of the outstanding Ciba-Shares held prior to the Pre-Announcement, BASF H&E was neither registered as a shareholder in the share ledger of Ciba due to restriction in the articles nor could it exercise voting rights in respect of these shares, until the Settlement Date.

1.14 As at April 3, 2009, relevant approvals from all the relevant competition authorities had been received in respect of the Global Acquisition and as a result all the conditions as mentioned in section 1.9 above were either satisfied or waived. On April 9, 2009, being the Settlement Date, the payment in respect of Ciba-Shares tendered in the Global Offer was made to the public shareholders of Ciba and such Ciba-Shares were transferred to the name of BASF H&E. As a result, the Global Acquisition was consummated on April 9, 2009. BASF H&E holds Ciba-Shares amounting to approximately 95.8% of the outstanding Ciba-Shares as on the date of this Public Announcement.

2 THE OPEN OFFER

2.1 As of the date of this Public Announcement, the Target Company has 13,280,819 outstanding equity shares of face value of Rs. 10 each (**Equity Shares**). There are no outstanding warrants/convertibles/options which, when converted would result in an increase in the Equity Shares of the Target Company up to 15 days post expected closure of the Open Offer; hence the voting capital in Ciba India equals 13,280,819 Equity Shares (**Voting Capital**).

2.2 This Open Offer is being made by the Acquirer to the Public Shareholders of the Target Company to acquire up to 2,656,164 Equity Shares being 20% of the Voting Capital of the Target Company. The Target Company is a subsidiary of Ciba. Ciba, through itself and its affiliates, holds 69.28% of the Equity Shares of the Target Company as on the date of the Public Announcement. This Open Offer is being made pursuant to Regulations 10 and 12 and other applicable provisions of the SEBI (SAST) Regulations, consequent upon the consummation of the Global Acquisition of Ciba by the Acquirer Group which could also be regarded as an indirect acquisition of Equity Shares and of control of the Target Company. This Open Offer is being made at a price of Rs. 237.13 per fully paid up Equity Share, payable in cash in accordance with the SEBI (SAST) Regulations and subject to the terms and conditions mentioned hereinafter.

2.3 The Acquirer and the PACs do not directly hold any Equity Shares in the Target Company as of the date of this Public Announcement. Upon completion of the Open Offer, assuming full acceptances, the Acquirer will directly hold 20% of the Voting Capital of the Target Company.

2.4 The Manager to the Open Offer does not hold any Equity Shares in the Target Company as of the date of this Public Announcement.

2.5 Subject to the receipt of regulatory approvals as set out in section 7 below, and other terms and conditions as set out in this Public Announcement and the Letter of Offer to be sent to the Public Shareholders of the Target Company, the Acquirer will acquire Equity Shares tendered pursuant to the Open Offer up to the number of Open Offer Shares ("**Open Offer Size**").

2.6 This Open Offer is being made to all the Public Shareholders of the Target Company and is not conditional on any minimum level of acceptance by the shareholders of the Target Company. During the Open Offer period, the Acquirer Group may purchase additional Equity Shares of the Target Company in accordance with the SEBI (SAST) Regulations and in such event, such purchase shall be disclosed to the stock exchange where the Equity Shares of the Target Company is listed and to the Manager to the Open Offer in accordance with Regulation 22(17) of the SEBI (SAST) Regulations.

2.7 Save and except for the PAC, there are no other "Persons Acting in Concert" within the meaning of Regulation 2(1) (e) of the SEBI (SAST) Regulations in relation to the Open Offer.

2.8 This is not a competitive bid.

3 OPEN OFFER PRICE

3.1 The Equity Shares of the Target Company are listed on the Bombay Stock Exchange Limited (the "**BSE**") – Stock Code: 532184. Based on the information available, the Equity Shares of the Target Company are frequently traded on the BSE within the meaning of explanation (i) to Regulation 20(5) of the SEBI (SAST) Regulations during the six calendar months preceding the date of Public Announcement i.e. April 10, 2009 and the date of the Global PA i.e. September 15, 2008.

3.2 The Open Offer Price of Rs. 237.13 per Equity Share is justified in terms of Regulation 20(4) of the SEBI (SAST) Regulations in view of it being the highest of the following:

(a)	The negotiated price	Not Applicable*
(b)	The highest price paid by the Acquirer Group for acquisition of Equity Shares of the Target Company during the 26 week period prior to the date of this PA i.e. April 10, 2009	Not Applicable
(c)	The average of the weekly high and low of the closing prices of the Equity Shares of the Target Company during the 26 week period preceding the date of this PA i.e. April 10, 2009	Rs. 201.66
(d)	The average of the daily high and low of the Equity Shares of the Target Company during the 2 week period preceding the date of this PA i.e. April 10, 2009	Rs. 219.20
(e)	The highest price paid by the Acquirer Group for acquisition of Equity Shares of the Target Company during the 26 week period prior to the date of the Global PA i.e. Sept 15, 2008	Not Applicable
(f)	The average of the weekly high and low of the closing prices of the Equity Shares of the Target Company during the 26 week period preceding the date of the Global PA i.e. Sept 15, 2008	Rs. 230.48
(g)	The average of the daily high and low of the Equity Shares of the Target Company during the 2-week period preceding the date of the Global PA i.e. Sept 15, 2008	Rs. 237.13

(Source: www.bseindia.com)

** No financial diligence has been carried out by the Acquirer Group in respect of the Target Company, as a part of the Global Acquisition. No separate value has been assigned for the Target Company during the valuation exercise of Ciba by the Acquirer Group as a part of the Global Acquisition. Further, there has not been any separate negotiated price under any agreement for the acquisition of Equity Shares of the Target Company by the Acquirer Group.*

In view of the above, the Open Offer Price of Rs. 237.13 per Equity Share is justified as per the SEBI (SAST) Regulations being the highest price in compliance with Regulation 20(4) of the SEBI (SAST) Regulations.

4 INFORMATION ON ACQUIRER AND THE PERSON ACTING IN CONCERT

4.1 BASF SE - Acquirer

4.1.1 BASF SE is a listed European Company which was incorporated on January 30, 1952 with its registered office located at 67056 Ludwigshafen, Germany Tel.: +49-621-60-0, Fax: +49-621-60-42525.

4.1.2 On June 26, 1973, the Acquirer changed its name from "Badische Anilin- & Soda-Fabrik Aktiengesellschaft" to "BASF Aktiengesellschaft". On January 14, 2008, BASF converted from a German Aktiengesellschaft into a European Company with the name BASF SE and with company's headquarters and chief administrative offices remaining in Ludwigshafen, Germany.

4.1.3 The principal trading market for BASF SE shares is the Frankfurt Stock Exchange (Germany). In addition, BASF SE shares are also listed on the London and Swiss stock exchanges. The closing price of equity shares of BASF SE on the Deutsche Börse (Xetra) as on April 8, 2009 was € 25.24 per share (equivalent to Rs.1,680.98 per share).

4.1.4 As on December 31 2008, the paid in capital of BASF SE is € 4,417 million (Rs. 2,941,722 lacs).

4.1.5 The Executive Board of Directors of BASF SE comprises 8 members: Dr. Jürgen Hambrecht (Chairman of the Executive Board), Dr. John Feldmann, Dr. Kurt Bock, Dr. Stefan Marcinowski, Dr. Martin Brudermüller, Dr. Andreas Kreimeyer, Dr. Harald Schwager and Dr. Hans-Ulrich Engel.

4.1.6 The audited consolidated financial highlights of BASF Group for the years ended December 31, 2008, December 31, 2007 and December 31, 2006 are as given below:

(Amount in Euro million and Rs. lacs unless otherwise specified, except for share data)

As on or for year ended	December 2006		December 2007		December 2008	
	Euro (in Million)	Rs. (in Lacs)	Euro (in Million)	Rs. (in Lacs)	Euro (in Million)	Rs. (in Lacs)
Total Revenues	53,544	35,660,304	59,004	39,296,664	63,608	42,362,928
Profit After Tax	3,215	2,141,190	4,066	2,707,956	2,912	1,939,392
Paid in share capital	4,420	2,943,720	4,397	2,928,402	4,417	2,941,722
Retained Earnings (excluding revaluation reserves)	13,302	8,859,132	14,556	9,694,296	13,250	8,824,500
Stockholders' Equity (excluding other comprehensive income & minority interests)	17,722	11,802,852	18,953	12,622,698	17,667	11,766,222
Earning Per Share (1)	3.2	213.1	4.2	279.7	3.1	206.5
Return on Equity after Taxes (%)(1)	19.2	19.2	22.4	22.4	17.0	17.0
Book Value Per Share(1)	18.1	1,205.5	20.0	1,332.0	20.4	1,358.6
Price to Earning Multiple based on price as on April 8, 2009 and EPS for year ended December 31, 2008						8.14

(1) Formulae for the financial ratios

EPS = Profit after tax / number of outstanding equity shares at the close of the year/period (Adjusted for split)

Return on Net Worth = Profit after Tax /Average Net Worth

Book Value per Share = Net Worth / No. of equity shares at the close of the year/period

4.1.7 BASF SE is a widely held listed company with 100% public shareholding, including holding by institutional and private investors and there is no promoter or person who is in control of BASF SE.

4.1.8 BASF is the world's leading chemical company – The Chemical Company. With about 97,000 employees, six Verbund sites and close to 330 production sites worldwide, BASF serves customers and partners in almost all countries of the world. Its portfolio ranges from oil and gas to chemicals, plastics, performance products, functional solutions and agricultural solutions. BASF helps customers to be more successful through intelligent system solutions and high-quality products. Through new technologies BASF can tap into additional market opportunities. BASF conducts business in accordance with the principles of sustainable development.

4.1.9 BASF Group's portfolio comprises: Chemicals, Plastics, Performance Products, Functional Solutions, Agricultural Solutions and Oil & Gas. It has a presence in the following regions: Europe, North America, Asia Pacific, South America, Africa and the Middle East.

4.2 BASF Handels- und Exportgesellschaft mbH - Person Acting in Concert

4.2.1 BASF H&E is an unlisted entity incorporated on May 7, 1954. Its registered office is located at 67056 Ludwigshafen, Germany. Tel.: +49-621-60-0, Fax: +49-621-60-42525.

4.2.2 BASF H&E is a holding company of currently 46 subsidiaries, of which 30 are domestic (German) companies. In the year ended December 2008, BASF H&E posted an income before taxes of € 1,361 million (Rs. 906,426 lacs).

4.2.3 BASF H&E is a wholly owned subsidiary of BASF SE.

4.2.4 The paid up capital of BASF H&E is a nominal amount of €1.545 million (Rs. 1,029 lacs) as on December 31, 2008.

4.2.5 The audited consolidated financial highlights of BASF H&E for the years ended December 31, 2008, December 31, 2007 and December 31, 2006 are as given below

(Amount in Euro million and Rs. lacs unless otherwise specified, except for share data)

Amount as on or for the year ended	December 2006		December 2007		December 2008	
	Euro (in Million)	Rs. (in Lacs)	Euro (in Million)	Rs. (in Lacs)	Euro (in Million)	Rs. (in Lacs)
Total Revenues	1,439	958,374	1,962	1,306,692	1,438	957,708
Profit After Tax	1,235	822,510	1,834	1,221,444	1,218	811,188
Paid in share capital	1.545	1,029	1.545	1,029	1.545	1,029
Capital reserves	3,573	2,379,618	4,632	3,084,912	3,552	2,365,632
Stockholders' Equity (excluding other comprehensive income & minority interests)	3,575	2,380,950	4,634	3,086,244	3,554	2,366,964
Earnings Per Share (1)	NA	NA	NA	NA	NA	NA
Book Value Per Share(1)	NA	NA	NA	NA	NA	NA
Return on Equity after Taxes (%)(2)	60.9	60.9	44.7	44.7	29.8	29.8

1) Ratios such as Earnings Per Share and Book Value Per Share Not Applicable as PAC is a limited liability company not having issued equity shares

2) Return on Equity after Taxes = Profit after Tax / Average Stockholders Equity

5 INFORMATION ABOUT THE TARGET COMPANY

5.1 Ciba India was incorporated on March 30, 1995 under the Companies Act, 1956 (**the Actƒ**) having its registered office located at Plot 37, Chandivali Farm Road, Chandivali, Andheri (East), Mumbai 400 072. Tel: (022) 2858 0200, Fax: (022) 2858 0299.

5.2 The Target Company was incorporated under the name "Sandoz Agro (India) Private Limited". Pursuant to the applicable provisions of the Act the name of the Target Company was changed as under:
- Ciba Specialty Chemicals (India) Private Limited, effective September 11, 1996
- Ciba Specialty Chemicals (India) Limited, effective October 17, 1996
- Ciba India Limited, effective December 19, 2007

5.3 The Target Company is engaged in the business of manufacturing and trading of specialty chemicals and in commoditized products. The Target Company serves a number of major industries and markets, such as paper, plastics, inks and printing, packaging, paints, petrochemicals, automotive, construction, electronics, water treatment, agriculture, mining, extraction, and home and personal care. The Target Company operates in two business segments: Specialty Chemicals Segment and Other Segments. Specialty Chemicals Segment includes additives, coating chemicals, water treatment and paper treatment chemicals, home and fabric care chemicals, and personal care chemicals. Other Segments represents manufacturing under contract, sourcing of products for exports and income from sourcing activities.

5.4 The Target Company's plant is located at Santa Monica, Corlim, Goa. The plant of Diamond Dye-Chem Limited, a wholly owned subsidiary of the Target Company is located at Ankleshwar, Gujarat. The regional distribution centres of the Target Company are located at Chennai, Kolkata and New Delhi.

5.5 The paid up capital of the Target Company as on the date of Public Announcement is 13,280,819 Equity Shares of Rs. 10 each fully paid up amounting to Rs. 132,808,190.

5.6 The Equity Shares of the Target Company are listed on the BSE.

5.7 The standalone financial statements of the Target Company are as follows:

(Amount in Rs. lacs except for share data)

Amounts as on or for the period ended	March 31, 2006 (Audited)	March 31, 2007 (Audited)	March 31, 2008 (Audited)	December 31, 2008 (Unaudited)
Total Income	63,366	52,088	47,769	42,083
Profit After Tax*	3,336	2,094	1,934	2,302
Paid up share capital	1,328	1,328	1,328	1,328
Reserves and Surplus (excluding revaluation reserves)	19,527	26,800	28,190	31,619
Net Worth	20,855	28,128	29,518	32,947
Earnings Per Share(1)	25.12	15.76	14.56	17.32
Return on Net worth(1)	16 %	7.44 %	6.55 %	6.99 %
Book Value Per Share(1)	157.03	211.80	222.26	248.08
Price to Earning Multiple based on price as on April 9, 2009 and EPS for year ended March 31, 2008				15.59

* Profit after tax before exceptional items.

(1) Formulae for the financial ratios

EPS = Profit after tax / number of outstanding equity shares at the close of the year/period

Return on Net Worth = Profit after Tax /Average Net Worth

Book Value per Share = Net Worth / No. of equity shares at the close of the year/period

5.8 As on the date of this Public Announcement, the Board of Directors of the Target Company is comprised of 6 Directors, viz. Mr. J. S. Bilimoria, Mr. C. Newton, Mr. K. Kohler, Mr. J. S. Maheshwari, Mr. N. Munjee and Mr. P. Mehta. None of the above Directors represent or are from the Acquirer Group.

6 Reasons for the Open Offer and Future Plans

6.1 This Open Offer is being made pursuant to Regulations 10 and 12 and other applicable provisions of the SEBI (SAST) Regulations, consequent upon the consummation of the Global Acquisition of Ciba by the Acquirer Group, which could also be regarded as an indirect acquisition of Equity Shares and of control of the Target Company.

6.2 As a part of its ongoing business strategy, the Acquirer constantly monitors and evaluates its product portfolio in various regions of its operations and based on such evaluation, may decide to enter into or discontinue certain product lines. Such decisions, if any, taken at the global or regional levels by the Acquirer may affect the business composition of Ciba India.

6.3 As on the date of this Public Announcement, the Acquirer Group does not have any specific plans to make any major change to the existing lines of business of Ciba India or to dispose of or otherwise encumber any assets of Ciba India in the next 24 months, except in the ordinary course of business of Ciba India and its subsidiaries and except to the extent if deemed necessary for the purpose of restructuring and/or rationalization of business, assets, investments, liabilities or otherwise of Ciba India for commercial reasons, operational efficiencies or otherwise, including the activities referred to in this Section. It will be for the Board of Directors of Ciba India to take appropriate decisions in these matters as per the requirements of the business. In any event, such steps relating to the sale or encumbrance, if any, of the substantial assets of Ciba India and of any restructuring will be governed by the applicable provisions of regulations, the Companies Act, 1956, and/or other applicable laws at the relevant time.

6.4 The Acquirer will evaluate, based on various factors, the possibility of integrating the Target Company's operations with its Indian operations, including a possible merger or consolidation, for commercial reasons and operational efficiencies, subject to applicable laws.

6.5 Other than the aforesaid, the Acquirer Group undertakes that it shall only sell, dispose of or otherwise encumber any substantial asset of Ciba India with the prior approval of the shareholders of Ciba India to the extent such approval is required by applicable laws.

6.6 Subject to the provisions of applicable law, the Acquirer Group intends to have its nominees appointed to the Board of Directors of the Target Company on completion of its obligations under the Open Offer.

7 STATUTORY APPROVALS FOR THE OPEN OFFER

7.1 The Open Offer is subject to the approval of the Foreign Investment Promotion Board ("**FIPB**"), in view of the provisions of Press Note 1/2005 ("**FIPB Approval**"). The Open Offer is also subject to the approval of the Reserve Bank of India (**RBIƒ**) for the acquisition of Equity Shares by the Acquirer Group, in addition, approval from the RBI will be required for acquiring Equity Shares from non-resident Indians who validly tender their Equity Shares under this Open Offer. (collectively, the "**RBI Approvals**").

7.2 The Acquirer Group will make the necessary applications to and filings with the various authorities to obtain the statutory approvals described above.

7.3 To the best of the Acquirer Group's knowledge, as of the date of this Public Announcement, there are no statutory approvals required to implement the Open Offer other than those specified above. If any other statutory approvals become applicable prior to completion of the Open Offer, the Open Offer would also be subject to such other statutory approvals. The Acquirer Group will have the right not to proceed with the Open Offer in the event that the statutory approvals indicated above are refused in terms of Regulation 27 of the SEBI (SAST) Regulations.

7.4 In case of delay in receipt of any statutory approval(s), SEBI has the power to grant an extension of time to the Acquirer Group for payment of consideration to shareholders of the Target Company, subject to the Acquirer Group agreeing to pay interest for the delayed period if directed by SEBI in terms of Regulation 22(12) of the SEBI (SAST) Regulations. Further, if the delay occurs on account of the willful default or neglect or inaction or non-action by the Acquirer Group in obtaining the requisite approvals, the amount held in the Escrow Account (as defined below) shall be subject to forfeiture and be dealt with in the manner provided in Regulation 28(12) of the SEBI (SAST) Regulations.

7.5 To the best of their knowledge, the Acquirer Group does not require any approvals from any financial institutions or banks for the Open Offer.

8 OPTION IN TERMS OF REGULATION 21(2)

8.1 As per the listing agreement with the BSE, the Target Company is required to maintain at least a 25% public shareholding for listing on a continuous basis.

8.2 Pursuant to this Open Offer, the public shareholding in the Target Company may fall below the minimum public shareholding requirement as per the listing agreement. If the public shareholding in the Target Company is reduced to below such minimum level pursuant to the Open Offer, the Acquirer Group will take necessary steps to facilitate compliance of the Target Company with Clause 40A and other relevant provisions of the listing agreement, within the time period mentioned therein.

9 FINANCIAL ARRANGEMENTS

9.1 The total funding requirement for the Open Offer (assuming full acceptances) i.e. for the acquisition of 2,656,164 Equity Shares held by Public Shareholders in the Target Company at Rs. 237.13 per share is Rs. 629,856,170 (Rupees Six Hundred Twenty Nine Million, Eight Hundred Fifty Six Thousand and One Hundred Seventy only) (the "Maximum Consideration"). The Acquirer proposes to fund the Open Offer through funds available in its treasury department and its internal accruals. For the year ended December 31, 2008, the Acquirer's net income after taxes was € 2,912 million (Rs. 1,939,392 lacs) and as on December 31, 2008, total shareholders' funds was € 17,667 million (Rs. 11,766,222 lacs)

9.2 The Acquirer, JM Financial, and Deutsche Bank AG, a banking corporation incorporated under the laws of Germany and having one of its branch offices (Mumbai Branch) at 222 Kodak House, Fort Mumbai 400 001, India (hereinafter referred to as the "**Escrow Agent**" or "**DB**"), have entered into an Open Offer Escrow Agreement (the "**Escrow Agreement**") in accordance with Regulation 28 of the SEBI (SAST) Regulations.

9.3 Pursuant to the Escrow Agreement, the Acquirer has established a bank guarantee dated April 9, 2009 ("**Bank Guarantee**") through DB, Mumbai Branch in favour of JM Financial for an amount of Rs. 157,500,000, which is in excess of 25% of the Maximum Consideration. JM Financial has been duly authorized to realize the value of the aforesaid Bank Guarantee in terms of the SEBI (SAST) Regulations. The Bank Guarantee is valid until September 30, 2009.

9.4 The Acquirer has also made a cash deposit ("**Security Deposit**") of Rs. 6,300,000 (being in excess of 1% of the Maximum Consideration) in an escrow account with DB, Mumbai Branch, 222 Kodak House, Fort Mumbai 400 001, India (the "**Escrow Account**"). JM Financial has been duly authorized to realize the value of the aforesaid Escrow Account in terms of the SEBI (SAST) Regulations.

9.5 DB, bankers to the Acquirer, having their registered office at Frankfurt am Main, Germany, have vide their letter dated April 8, 2009 certified on the basis of the funds available with the Acquirer in its treasury department, that the Acquirer has sufficient means and financial capability for the purpose of acquiring in cash up to 2,656,164 fully paid up Equity Shares (being 20% of the Voting Capital of the Target Company) at an Open Offer Price of Rs. 237.13 per Equity Share for a total consideration of approximately Rs. 629,856,170.

9.6 Sharp and Tannan, Chartered Accountants, having their registered office at Ravindra Annexe, 194, Churchgate Reclamation, Dinshaw Vachha Road, Mumbai - 400020, India, have vide their letter dated April 9 2009, certified on the basis of the funds available with the Acquirer in its treasury department, that Acquirer has sufficient means and financial capability for the purpose of acquiring in cash up to 2,656,164 fully paid up Equity Shares (being 20% of the Voting Capital of the Target Company) at an Open Offer Price of Rs. 237.13 per Equity Share for a total consideration of approximately Rs. 629,856,170.

9.7 Based on the above and in light of the above escrow arrangement, JM Financial is satisfied with the ability of the Acquirer to implement the Open Offer in accordance with the SEBI (SAST) Regulations as firm financial arrangements are in place to fulfill the obligations under the SEBI (SAST) Regulations.

10 OTHER TERMS OF THE OPEN OFFER

10.1 The Letter of Offer relating to the Open Offer (the "**Letter of Offer**") together with the Form of Acceptance cum Acknowledgement will be mailed to the Public Shareholders of the Target Company, whose names appear on the Register of Members of the Target Company and to the beneficial owners of the Equity Shares of the Target Company in dematerialized form whose names appear on the beneficial records of the respective depositories, in either case, at the close of business on May 1, 2009 (the "**Specified Date**").

10.2 Public Shareholders of the Target Company who are holding Equity Shares in physical form and who wish to tender their Equity Shares will be required to send the Form of Acceptance cum Acknowledgement, original share certificate(s) and transfer deed(s) duly signed to the Registrar to the Open Offer – Link Intime India Private Limited ("**Registrar to the Open Offer**"), either by hand delivery on weekdays or by Registered Post, so as to reach on or before the close of the Open Offer, *i.e.*, no later than June 23, 2009, in accordance with the instructions to be specified in the Letter of Offer and in the Form of Acceptance cum Acknowledgement.

10.3 The Acquirer has opened a special depository account with National Securities Depositories Limited **(NSDLƒ)** as Depository, with JM Financial Services Private Limited as Depository Participant, called "**Link Intime Escrow Account ˜ Ciba India Open Offer**". The DP ID is IN 302927 and Client ID is 10137590. Public Shareholders of the Target Company having their beneficiary account in Central Depository Services Limited **(CDSLƒ)** should use the inter-depository delivery instruction slip for the purpose of crediting their Equity Shares in favor of the special depository account with NSDL.

10.4 Beneficial owners (holders of Equity Shares in dematerialized form) who wish to tender their Equity Shares of the Target Company will be required to send their Form of Acceptance cum Acknowledgement along with the photocopy of the delivery instruction in "Off-market" mode or counterfoil of the delivery instructions in "Off-market" mode, duly acknowledged by the Depository Participant ("**DP**"), in favour of the special depository account to Link Intime India Private Limited, C-13, Pannalal Silk Mills Compound, LBS Marg, Bhandup (West), Mumbai 400 078, Tel: +91 22 2596 0320; Fax: + 91 22 2596 0329; E-Mail: ciba-offer@linkintime.co.in , Contact person: Nilesh Chalke either by hand delivery on weekdays or by Registered Post acknowledgement due, so as to reach on or before the close of the Open Offer, i.e., no later than June 23, 2009, in accordance with the instructions to be specified in the Letter of Offer and in the Form of Acceptance cum Acknowledgement. The credit for the delivered Equity Shares should be received in the special depository account on or before the close of the Open Offer, *i.e.*, no later than June 23, 2009.

10.5 In addition to the above-mentioned address, the Public Shareholders of the Target Company who wish to accept the Open Offer can also deliver the Form of Acceptance cum Acknowledgement along with all of the relevant documents to any of the collection centers below in accordance with the procedure as set out in the Letter of Offer. All of the centers mentioned herein below will be open as follows:

Sr. No.	City	Address of collecting office	Contact Person	Telephone Number	Fax Number	Mode of Delivery
1	Mumbai	Link Intime India Pvt. Ltd, C-13, Panalal Silk Mills Compound, L B S Marg, Bhandup (W), Mumbai -400078.	Nilesh Chalke	022-25960320	022-25960329	Hand Delivery & Registered Post
2	Mumbai	Link Intime India Pvt. Ltd, 203, Davar House, Next to Central Camera, D N Road, Fort Mumbai - 400 001	Vivek Limaye	022-22694127	022-25960329	Hand Delivery
3	Ahmedabad	Link Intime India Pvt. Ltd, 211 Sudarshan Complex, Near Mithakhali Underbridge, Navrangpura, Ahmedabad - 380 009	Hitesh Patel	079-2646 5179	079-2646 5179 (Telefax)	Hand Delivery
4	Kolkata	Link Intime India Pvt. Ltd, 59C, Chowringhee Road,3rd Floor, Kolkata -700020	Debu Ghosh	033-22890539/ 40	033-22890539/ 40 (Telefax)	Hand Delivery
5	New Delhi	Link Intime India Pvt. Ltd., A-40, 2nd Floor, Naraina Industrial Area, Phase II, Near Batra Banquet, New Delhi – 110028	Swapan Naskar	011-41410592/ 93/94	011-41410591	Hand Delivery
6	Chennai	C/o SGS Corporate Solutions India Pvt. Ltd., Indira Devi Complex, II Floor, No.20, Gopalakrishna Street, Pondy Bazaar, T. Nagar, Chennai- 600 017	Mrs.Solly Soy	044- 2815 672, 044- 4207 0906	044- 2815 2672 (Telefax)	Hand Delivery

Collection timings for all the locations mentioned above will be 10 am to 1pm and 2 pm to 5 pm on Monday to Friday (except Public Holidays).

10.6 All owners (registered or unregistered) of Equity Shares of the Target Company who are Public Shareholders are eligible to participate in the Open Offer at any time before the closing of the Open Offer. Unregistered owners can send their application in writing to the Registrar to the Open Offer, on a plain paper stating the name, address, number of Equity Shares held, number of Equity Shares tendered, distinctive numbers, and 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 Equity Shares. No indemnity is required from the unregistered owners.

10.7 In case of non-receipt of the Letter of Offer, the eligible persons may (i) download the same from the SEBI website (http://www.sebi.gov.in), (ii) obtain a copy of the same by writing to the Registrar to the Open Offer , or (iii) make an application to the Registrar to the Open Offer, on a plain paper stating the name, address, number of Equity Shares held, distinctive numbers, folio number, and the number of Equity Shares offered along with the documents as mentioned above so as to reach the Registrar to the Open Offer on or before the close of the Open Offer, i.e., no later than June 23, 2009, or in the case of beneficial owners, send the application in writing to the Registrar to the Open Offer, on a plain paper stating the name, address, number of Equity Shares held, number of Equity Shares offered, DP name, DP ID, beneficiary account number and a photocopy of the delivery instruction in "Off-market" mode or counterfoil of the delivery instruction in "Off-market" mode, duly acknowledged by the DP, in favour of the special depository account, so as to reach the Registrar to the Open Offer, on or before the close of the Open Offer, i.e., no later than June 23, 2009.

10.8 Applications in respect of Equity Shares of the Target Company that are the subject matter of litigation wherein certain Public Shareholders of the Target Company may be prohibited from transferring the Equity Shares during the pendency of the said litigation are liable to be rejected if the directions / orders regarding these Equity Shares are not received together with the Equity Shares tendered under the Open Offer. In these cases, the Letter of Offer, wherever possible, will be forwarded to the concerned statutory authorities for further action by such authorities.

10.9 Pursuant to Regulation 22(5A) of the SEBI (SAST) Regulations, Public Shareholders of the Target Company desirous of withdrawing the acceptance tendered by them in the Open Offer may do so up to three (3) working days prior to the closing date of the Open Offer. The withdrawal option can be exercised by submitting the documents as per the instructions below, so as to reach the Registrar to the Open Offer at any of the collection centers mentioned above as per the mode of delivery indicated therein on or before June 18, 2009.

(i) The withdrawal option can be exercised by submitting the Form of Withdrawal, which is enclosed with the Letter of Offer.

(ii) In case of non-receipt of the Form of Withdrawal, the withdrawal option can be exercised by making a plain paper application along with the following details:
- In case of physical Equity Shares: name, address, distinctive numbers, folio number, number of Equity Shares tendered; and
- In case of dematerialised Equity Shares: name, address, number of Equity Shares offered, DP name, DP ID, beneficiary account number and a photocopy of the delivery instruction in "Off-market" mode or counterfoil of the delivery instruction in "Off-market" mode, duly acknowledged by the DP, in favor of the special depository account.

10.10 The Registrar to the Open Offer will hold in trust the Equity Shares/ Equity Share certificates, Equity Shares held in credit of the special depository account, Form of Acceptance cum Acknowledgement, if any, and the transfer form(s) on behalf of the Public Shareholders of the Target Company who have accepted the Open Offer, until the cheques/drafts for the consideration or the unaccepted Equity Shares/ Equity Share certificates are dispatched/returned.

10.11 If the aggregate of the valid responses to the Open Offer exceeds the Open Offer Size of 2,656,164 Equity Shares of the Target Company (representing 20% of the Voting Capital), then the Acquirer shall accept the valid applications received on a proportionate basis in accordance with Regulation 21(6) of the SEBI (SAST) Regulations. The Equity Shares of the Target Company are compulsorily traded in dematerialized form; hence the minimum acceptance will be one Equity Share.

10.12 Unaccepted Equity Share certificates, transfer forms and other documents, if any, will be returned by Registered Post/ Speed Post at the shareholders'/unregistered owners' sole risk to the sole/first shareholder. Unaccepted Equity Shares held in dematerialized form will be credited back to the beneficial owners' depository account with the respective Depository Participant as per the details furnished by the beneficial owner in the Form of Acceptance cum Acknowledgement.

10.13 Public Shareholders who have sent their Equity Shares for dematerialization need to ensure that the process of getting their Equity Shares dematerialized is completed in time for the credit in the special depository account to be received on or before the closing date of the Open Offer, i.e., no later than June 23, 2009, or else their application will be rejected.

10.14 While tendering the Equity Shares under the Open Offer, non-resident Indians ("**NRIs**")/Overseas Corporate Bodies ("**OCBs**")/Non-domestic companies/Other persons who are not resident in India will be required to submit the previous RBI approvals (specific or general) that they would have obtained for acquiring Equity Shares of the Target Company. In case the previous RBI approvals are not submitted, the Acquirer reserves the right to reject such Equity Shares tendered. While tendering Equity Shares under the Open Offer, NRIs/OCBs/Non-domestic companies/ Other persons who are not resident in India will be required to submit a No Objection Certificate / Tax Clearance Certificate from the Income Tax authorities, under the Income Tax Act, 1961 (the "Income Tax Act"), indicating the rate at which the tax has to be deducted by the Acquirer before remitting the consideration. In case the aforesaid No Objection Certificate/ Tax Clearance certificate is not submitted, the Acquirer will arrange to deduct tax at the rate as may be applicable to the category of the shareholder under the Income Tax Act, on the entire consideration amount payable to such Public Shareholder. The Public Shareholders of the Target Company are requested to consult their own tax advisors to better understand the tax implications in their specific situations.

10.15 The securities transaction tax will not be applicable to the Equity Shares accepted in the Open Offer.

A schedule of the activities pertaining to the Open Offer is given below:

Activity	Day & Date
Specified Date *	May 1, 2009
Last date for a competitive bid	May 1, 2009
Date by which Letter of Offer to be dispatched to Public Shareholders	May 22, 2009
Date of opening of the Open Offer	June 4, 2009
Last date for upward revision of the Open Offer Price	June 12, 2009
Last date for withdrawing acceptance of the Open Offer	June 18, 2009
Date of closing of the Open Offer	June 23, 2009
Last date of communicating rejection/acceptance and payment of consideration for accepted tenders and / or the unaccepted Equity Shares / Equity Share certificates will be dispatched / credited.	July 8, 2009

** Specified date is only for the purpose of determining the names of the Public Shareholders as on such date to whom the Letter of Offer would be sent and all owners (registered or unregistered) of the Equity Shares of the Target Company (except Acquirer Group and Ciba and its affiliates) are eligible to participate in the Open Offer any time before the closing of the Open Offer.*

11 GENERAL

11.1 Public Shareholders of the Target Company who have accepted the Open Offer by tendering the requisite documents, in accordance with the terms of this Public Announcement and the Letter of Offer, shall have the option to withdraw acceptance tendered by them up to three (3) working days prior to the date of closing of the Open Offer, in terms of Regulation 22(5A) of the SEBI (SAST) Regulations, i.e. June 18, 2009.

11.2 The Acquirer can revise the Open Offer Price / Size upwards up to seven (7) working days prior to the closing of the Open Offer (*i.e.*, June 23, 2009). If there is any upward revision in the Open Offer Price / Size by the Acquirer until the last date of revision *i.e.*, June 12, 2009 the same will be informed by way of a public announcement in the same newspapers in which this Public Announcement has appeared. The Acquirer would pay such revised price for all the Equity Shares validly tendered at any time during the Open Offer and accepted under the Open Offer.

11.3 If there is a withdrawal of the Open Offer by the Acquirer, the same will be informed by way of a public announcement in the same newspapers in which this Public Announcement has appeared.

11.4 If there is a competitive bid:

(i) The offers to the Public Shareholders of the Target Company under all of the subsisting bids shall close on the same date.

(ii) As the Open Offer Price can be revised until the period beginning seven (7) working days prior to the closing date of the Open Offer / bids, it would, therefore, be in the interest of the Public Shareholders of the Target Company to wait until the commencement of that period to know the final offer price of each offer/bid and tender their acceptance accordingly.

11.5 None of Acquirer Group or the Target Company has been prohibited by SEBI from dealing in securities, in terms of directions issued under section 11B or any other regulations made under the Securities and Exchange Board of India Act, 1972 and subsequent amendments thereto.

11.6 Pursuant to Regulation 13 of the SEBI (SAST) Regulations, the Acquirer has appointed JM Financial as the Manager to the Open Offer. As of the date of this Public Announcement, JM Financial does not hold any Equity Shares of the Target Company.

11.7 The Acquirer, the PAC and their respective Directors accept full responsibility for the information contained in this Public Announcement and also for the obligations of the Acquirer as laid down in terms of the SEBI (SAST) Regulations.

11.8 Certain financial details contained in this Public Announcement quoted in Rupees are denominated in € (Euro) and CHF (Swiss Franc). The Rupee equivalent quoted in each case is calculated in accordance with the RBI Reference rates as on April 8, 2009 namely € 1 = Rs. 66.6 (Source: www.rbi.org.in) & CHF 1 = Rs. 43.76 (Source: Bloomberg).

This Public Announcement will also be available on SEBI's website (www.sebi.gov.in). Eligible persons to the Open Offer may also download a copy of the Form of Acceptance cum Acknowledgement, which will be available on SEBI's website at (www.sebi.gov.in) from the opening date of the Open Offer, i.e., June 4, 2009.

Issued by the Manager to the Open Offer

MANAGER TO THE OPEN OFFER	REGISTRAR TO THE OPEN OFFER
JM FINANCIAL	LINK INTIME INDIA PVT LTD
JM Financial Consultants Private Limited 141, Maker Chambers III, Nariman Point, Mumbai - 400 021 Tel.: +91 22 6630 3030, Fax.: +91 22 2204 7185 Email: ciba.openoffer@jmfinancial.in Contact Person: Kunal Jain	Link Intime India Private Limited C-13, Pannalal Silk Mills Compound, LBS Marg, Bhandup (West), Mumbai - 400 078 Tel: +91 22 2596 0320; Fax: + 91 22 2596 0329; E-Mail: ciba-offer@linkintime.co.in Contact person: Mr. Nilesh Chalke

On behalf of:
The Acquirer
BASF SE
and the Person Acting in Concert
BASF Handels- und Exportgesellschaft mbH

Place: Mumbai

Date: April 10, 2009