Public Announcement under Regulation 15 (1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Open Offer for Acquisition up to 7,80,000 (Seven Lakhs Eighty Thousand) fully paid up equity shares of Rs. 10/- each at a price of Re. 1.50 (Rupee One and Paise Fifty Only) per share of Coimbatore Flavors and Fragrances Limited (CFFL) representing 26% of total issued, subscribed and paid up capital and voting capital by Mr. P. B. Krishnaprasad (hereinafter referred to as "The Acquirer")

1. **Offer Details**

- **Size:** This Open Offer is being made by the Acquirer for acquisition up to 7,80,000 fully paid up equity shares of Rs. 10/- each constituting 26% of the paid up and voting share capital of the Target Company pursuant to Share Purchase Agreement (SPA) dated 30th November, 2012, in terms of SEBI (SAST) Regulations, 2011 to the public shareholders of the Target Company.
- **Price/ consideration:** An offer price of **Re. 1.50 (Rupee One and Paise Fifty Only)** (hereinafter referred to as "the Offer Price") per Equity share of Rs. 10/- each of the Target Company, will be offered for the shares tendered during the tendering period. Assuming full acceptance, the total consideration payable by the Acquirer will be Rs. 11,70,000/- (Rupees Eleven Lakhs Seventy Thousand Only)
- **Mode of payment (cash/ security):** The entire consideration is payable in cash.
- **Type of offer (Triggered offer, voluntary offer/ competing offer etc)** Open Offer is as a result of Triggering Regulation 3(1) and regulation 4 of the SEBI (SAST) Regulations, 2011.

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 /Voting Rights (VR) acquired (Rs. in Lakhs)**	**Mode of payment (Cash/ securities)**	**Regulation which has triggered**
		Number	**% vis a vis total Equity / voting**			

			capital.			
Direct	Share Purchase Agreement	11,38,790 Equity Shares	37.96	7.97	Cash	Regulation 3 & 4 of SEBI (SAST) Regulations 2011

3. Acquirer(s) / PAC

Details	**Acquirer**
Name of Acquirer(s) / PAC(s)	Mr. P.B Krishnaprasad
Address	No.6, Kandasamy Street, R.A. Puram , Chennai 600 028
Name(s) of persons in control /promoters of acquirers/ PACs where Acquirers/ PAC are companies	N.A
Name of the Group, if any, to which the Acquirer/PAC belongs to	--
Pre Transaction shareholding • Number • % of total share capital	Nil
Proposed shareholding after the acquisition of shares which triggered the Open Offer	11,38,790 37.96%
Any other interest in the TC	No

4. Details of selling shareholders, if applicable Through SPA

Name	**Part of promoter group (Yes/ No)**	**Details of shares/ voting rights held by the selling shareholders**			
		Pre Transaction		**Post Transaction**	
		Number of shares	**%**	**Number**	**%**

Benny Abraham	**Yes**	**11, 38,790**	**37.96**	**0**	**0.00%**

5. **Target Company**

- Name of the Target Company: **Coimbatore Flavors and Fragrances Limited**
- Stock Exchanges where Equity Shares are listed: The Madras Stock Exchange Limited, The Coimbatore Stock Exchange Limited, The Cochin Stock Exchange Limited and Ahmedabad Stock Exchange Limited.

6. Other details

- This is to inform to all the shareholders of Target Company that the details of the Open Offer would be published shortly in the newspapers in terms of provisions of Regulation 14(3) of SEBI (SAST) Regulations, 2011 vide a Detailed Public Statement on or before 7th December, 2012.
- The Acquirer undertakes that he is aware of and will comply with his obligations under the SEBI (SAST) Regulations, 2011. The Acquirer further confirms that he has adequate financial resources to meet the Offer obligations. This is not a competing offer.
- The Offer is not conditional upon any minimum level of acceptance in terms of regulation 19(1) of the SEBI Regulations and is not a Competitive bid.

Issued by

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Website: www.vivro.net
Contact Person: Mr. Jayesh Vithlani / Ms. Shashi Singhvi

On behalf of the Acquirer

Mr. P. B. Krishnaprasad

Place: Mumbai

Date: 30th November, 2012