

CORRIGENDUM TO THE PUBLIC ANNOUNCEMENT OF JUNE 06, 2007 AND LETTER OF OFFER DATED SEPTEMBER 3, 2007, TO THE SHAREHOLDERS OF DECCAN AVIATION LIMITED (“DAL”/ “TARGET COMPANY”)
Registered Office: 35/2, Cunningham Road, Bangalore - 560052, India

This corrigendum (“Corrigendum”) to the Public Announcement dated June 6, 2007 (“PA”) and the Letter of Offer dated September 3, 2007, is being issued by Edelweiss Capital Limited (“Manager”), on behalf of Kingfisher Radio Limited (“Acquirer”), along with the Persons Acting in Concert, namely, United Breweries (Holdings) Limited and UB Overseas Limited (together referred to as the “PACs”), who have made a public offer (“Offer”) for the acquisition of 27,126,360 fully paid-up equity shares of the face value of Rs. 10 each representing 20% of the equity share capital of Deccan Aviation Limited (“DAL” or “Target Company”), pursuant to Regulations 10 & 12 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 1997 and subsequent amendments thereto (“SEBI (SAST) Regulations”), and this Corrigendum is in continuation of, and should be read in conjunction with, (i) the PA published in The Financial Express (English) – National edition, Janasatta (Hindi) – National edition and Hosadigantha(Kannada) – Regional edition, dated June 06, 2007 to the shareholders of DAL and the corrigenda to the PA published on June 20, 2007 and July 26, 2007 and (ii) the Letter of Offer dated September 3, 2007 issued by the Manager to the shareholders of the DAL, pursuant to the Offer.

- I. Terms used but not defined in this Corrigendum shall have the same meaning as assigned in the PA and the Letter of Offer.
- II. Shareholders of DAL are requested to note the following :
1. The schedule of activities in relation to the Offer has been revised and incorporated in the Letter of Offer. The original schedule and the revised schedule are as follows:

| Activity                                                                                                                                                                                             | Original Schedule (Day & Date) | Revised Schedule (Day & Date) |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------|-------------------------------|
| Public Announcement Date                                                                                                                                                                             | Wednesday, June 06, 2007       | Wednesday, June 06, 2007      |
| Specified Date *                                                                                                                                                                                     | Thursday, June 07, 2007        | Thursday, June 07, 2007       |
| Last date for a competitive bid                                                                                                                                                                      | Wednesday, June 27, 2007       | Wednesday, June 27, 2007      |
| Date by which Letter of Offer to be dispatched to shareholders                                                                                                                                       | Monday, July 16 2007           | Friday, September 7, 2007     |
| Date of Opening of the Offer                                                                                                                                                                         | Wednesday , July 25, 2007      | Wednesday, September 12, 2007 |
| Last date for Revising the Offer price/ number of Shares                                                                                                                                             | Thursday , August 02, 2007     | Thursday, September 20, 2007  |
| Last date for Withdrawing of acceptance from the Offer                                                                                                                                               | Wednesday, August 08, 2007     | Wednesday, September 26, 2007 |
| Last date for Closing of the Offer                                                                                                                                                                   | Monday, August 13, 2007        | Monday, October 1, 2007       |
| Last date of communicating rejection / acceptance and for dispatch of consideration for acceptance and of Share certificate(s) for the rejected Shares / credit of unaccepted dematerialized Shares. | Tuesday , August 28, 2007      | Tuesday, October 16, 2007     |

\* Specified date is only for the purpose of determining the names of the shareholders as on such date to whom the Letter of Offer would be sent. All owners (registered or unregistered) of the shares of DAL (except Acquirer/PACs and Promoters of DAL) are eligible to participate in the Offer anytime before the closure of the Offer.

- 2. The size of the Offer has been revised in light of certain changes in the paid-up equity share capital of the Target Company. 161,680 shares of the Target Company were issued and allotted pursuant to the exercise of outstanding Employee Stock Option Plans (“ESOPs”) on August 20, 2007 and August 27, 2007. This resulted in the paid-up equity share capital of the Target Company increasing from 135,470,118 shares of Rs. 10/- each to 135,631,798 shares of Rs. 10/- each. Consequently, in compliance with Regulation 21(5) of the SEBI (SAST) Regulations, the Acquirer and the PACs have revised the size of the open offer to 20% of the increased share capital, i.e. to acquire up to 27,126,360 fully paid equity shares of Rs. 10/- each. No further change is expected to occur in the paid up equity share capital of the Target Company till the expiry of 15 days from the date of the closure of the Offer. The Acquirer and PACs have undertaken to ensure compliance with Regulation 21(5) of the SEBI (SAST) Regulations.
- 3. As regards the approval requirements set out in Section VI of the PA, (i) the approval of the shareholders of the Target Company under Section 81 (1A) of the Companies Act in relation to the preferential allotment of shares to the Acquirer, has been obtained. All requisite approvals from the stock exchanges in relation to the preferential allotment and the listing of the shares allotted to the Acquirer have also been obtained, (ii) Approval from the Reserve Bank of India will not be required since any shares tendered under the Offer by Non-Resident Indians will be acquired by the Acquirer, which is an Indian entity, (iii) Approval is required from the Directorate General of Civil Aviation (“DGCA”) and/or the Ministry of Civil Aviation (“MCA”) for the change in the management of the Target Company resulting from the change in equity shareholding of the Target Company, from being a company managed by the Promoters to a company co-managed by the Promoters and the Acquirers and PACs. Such approval has been applied for and the same is pending. No change in management shall take place till necessary approval is obtained. However, such approval is not a pre-requisite for the mere acquisition of equity shares of the Target Company pursuant to either the preferential allotment or this Offer. Further, the appointment of directors on the board of the Target Company is subject to security clearance from the DGCA/ MCA. Security clearance for Dr. Vijay Malya has already been obtained.
- 4. None of the nominees of the Acquirer and PACs have been appointed on the Board of Directors of the Target Company yet, in compliance with Regulation 22(7) of the SEBI (SAST) Regulations and the Acquirer and the PACs will continue to ensure compliance with Regulation 22(7) of the SEBI (SAST) Regulations.
- 5. The total paid-up capital of the Target Company on the date of the PA was 100,247,887 equity shares of Rs. 10/- each and post preferential allotment of 35,222,231 equity shares to the Acquirer, it was increased to 135,470,118 equity shares of Rs. 10/- each. All these 135,470,118 shares of the Target Company have been listed on both BSE and NSE. Subsequently, 161,680 shares of the Target Company were allotted against ESOPs on August 20, 2007 and August 27, 2007. Listing approval in respect of these 161,680 shares has been applied for and is pending.
- 6. The information provided on the Target Company has been verified by the Manager to the Offer.
- 7. As regards the financial arrangements in relation to the Offer, the Acquirer and the PACs have made firm financial arrangements to fulfill the financial obligations arising out of the Offer, including their obligations under Regulation 29 of the SEBI (SAST) Regulations. The total fund requirement for the acquisition of up to 27,126,360 Shares of Rs. 10/- each at Rs. 155/- (Rupees One Hundred and Fifty Five only) per share is Rs. 4,204,585,800 (Rupees Forty Two Thousand Forty Five Lacs, Eighty Five Thousand, Eight Hundred only).
- 8. Under Regulation 28(2) and 28(10) of the SEBI (SAST) Regulations, the Acquirer has:
a. Placed a Cash Deposit of Rs. 42,500,000/- (Four Hundred and Twenty Five Lacs Only) with Standard Chartered Bank, 90 MG Road, Mumbai, empowering Edelweiss, the Manager to the Offer to instruct the bank to issue a bankers cheque or a demand draft for the amount lying in the escrow account.
b. Procured a Bank Guarantee by Yes Bank Ltd, Worli, Mumbai of Rs. 570,468,872/- (Rupees Five Thousand Seven Hundred And Four Lacs, Sixty Eight Thousand, Eight Hundred and Seventy Two only) in favour of the Manager to the Offer and is valid till at least twenty days from the closure of the Offer.
- 9. The funding of the Preferential Allotment of 35,222,231 equity shares of Deccan Aviation Limited was done from internal accruals and loans. The loans were provided by IDFC and HDFC. IDFC provided a Rupee Term Loan of Rs 40,000 lakhs, for a tenure of three years, at a rate of 4.75% per annum over the IDFC Benchmark rate. HDFC provided a Rupee Term Loan of Rs 10,000 lakhs, for a tenure of three years, at a rate of 5.0% per annum over the IDFC Benchmark rate, i.e @ 9.81%.
- 10. The Acquirer and the PACs propose to utilize a combination of internal accruals and borrowed funds to fund the acquisition under the Offer. In this respect, the Acquirer and the PACs had procured bank guarantees in favour of Manager to the Offer to the tune of Rs. 4,204,689,000/- (Rupees Forty Two Thousand and Forty Six Lacs, Eighty Nine Thousand Only) – one bank guarantee to the tune of Rs. 3,600,000,000/- (Rupees Thirty Six Thousand lacs only) from Citibank, N.A., 30 M.G Road, Bangalore, another bank guarantee to the tune of Rs. 4,689,000/- (Rupees Forty Six Lacs and Eighty Nine Thousand only) from Citibank, N.A, 30 M.G Road, Bangalore, and a further bank guarantee to the tune of Rs. 600,000,000/- (Rupees Six Thousand Lacs only) from Standard Chartered Bank, 26 M.G Road, Bangalore. Out of the above Bank Guarantees, the two guarantees issued by Citibank N.A., Bangalore, have been released pursuant to the deposit of the amount of Rs. 3,604,700,000/- (Rupees Thirty Six Thousand and Forty Seven Lacs only) in the escrow accounts, to be operated by the Manager to the Offer, for the purpose of implementing this Offer.
- 11. Mr. S. N. Balasubramanya, Chartered Accountant (Membership no. 26110) had issued a letter dated June 4, 2007, certifying the adequacy of financial resources with the Acquirer to fulfill the Offer obligations. The Manager to the Offer has satisfied itself about the Acquirer’s ability to implement the Offer in accordance with the SEBI (SAST) Regulations.
- 12. With reference to the table setting out the shareholding pattern of the Target Company in paragraph 6.21 of the Letter of Offer, at page 32-33, in the last column on “Shareholding/ voting rights after the acquisition under the Preferential Allotment and Offer”: (i) The total number of shares in the ‘Acquirers’ category under Total 2(a+b) should be read as “62,348,591” instead of “62,316,255” and the corresponding percentage (%) should be read as “45.97” instead of “45.94” and (ii) In the ‘Others’ sub-category under the ‘(4) Public’ category, the figure ‘161,680’ and the corresponding percentage (%) of ‘0.12’ stand deleted and (iii) the Total(4)(a+b) should be read as “51,120,707” instead of “50,991,363” and the corresponding percentage (%) should be read as “37.69” instead of “37.60”.
- III. The Acquirer and PACs and their respective directors accept responsibility for the information contained in this Corrigendum. The Acquirer and the PACs are responsible for the fulfillment of its obligations under the SEBI (SAST) Regulations. This announcement will also be available on the website of SEBI (www.sebi.gov.in)

Issued on behalf of the Acquirer and PACs by: Manager to the Offer



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Date : September 10, 2007

Place: Mumbai

CONCEPT

Size: 35 x 12 sq. cm.