

**CORRIGENDUM TO THE DETAILED PUBLIC STATEMENT AND OFFER OPENING
PUBLIC ANNOUNCEMENT TO THE SHAREHOLDERS OF
HYDRO S & S INDUSTRIES LIMITED**

(Regd. Office : Dhun Building, 3rd Floor, 827 Anna Salai, Chennai – 600002)

This Advertisement is being issued by Master Capital Services Limited, on behalf of Kingfa Sci. & Tech. Co. Ltd. Guangzhou, China, ("**the Acquirer**") pursuant to Regulation 18 (7) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations 2011, as amended ("**SEBI (SAST) Regulations**") in respect of the Open Offer ("**the Offer**") to acquire 16,65,874 fully paid up equity shares representing 26% of the voting capital of Hydro S & S Industries Limited ("**Target Company**"). The Detailed Public Statement ("**DPS**") with respect to the aforementioned Offer was made on **27th May, 2013** in The Business Standard (English and Hindi - All Editions), Makkal Kural (Tamil, Chennai), Navshakti (Marathi-Mumbai Edition).

1. The Offer price is **Rs. 42.70** (Forty Two Rupees Seventy Paise Only) per fully paid up Equity Share ("Offer Price"). The Open Offer Price will be paid in **Cash** in accordance with Regulation 9(1)(a) of the SEBI(SAST) Regulations, 2011 and subject to terms and conditions mentioned in the PA, the DPS and the Letter of Offer ("**LO**"). There has been no revision in the Offer Price.

A Committee of Independent Directors ("**IDC**") of the Target Company has recommended acceptance of the offer made by the Acquirer at Open Offer price of Rs 42.70 per fully paid up equity shares as has been considered fair and reasonable. The IDC's recommendation was published on Tuesday, 20th August, 2013 in the same newspaper in which DPS was published, as mentioned above.

2. This Offer is not a Competing Offer.
3. The LO dated 12th August, 2013 has been dispatched to the shareholders on 13th August, 2013 (Tuesday).
4. A Copy of the LO (including Form of Acceptance cum acknowledgment) will also be available on SEBI's website (www.sebi.gov.in) during the Offer Period and shareholders can also apply by downloading such forms from the website. Further, in case of non-receipt/ non-availability of the form of acceptance, the application can be made on plain paper along with the following details:
- a. In case of physical shares: Name, address, distinctive numbers, folio nos. number of shares tendered/withdrawn.
- b. In case of dematerialized shares: Name, address, number of shares tendered/withdrawn, DP name, DP ID, Beneficiary account no. and a photocopy of 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 Depository Escrow Account (as specified in the DPS and LO).
5. In terms of Regulation 16(1) of the SEBI (SAST) Regulations, 2011, the Draft LO was submitted to SEBI on June 03, 2013. All the observations made by SEBI vide letter no. CFD/DCR/OW/19146/2013 dated 2nd August, 2013, have been incorporated in the LO.
6. The material changes from the date of the PA are as follows:

a. Status of Approval as mentioned in Para I(D)(3)(i) and VI (1)(i) of the DPS:

The Acquirer has received all necessary approvals from Chinese Government/ Authorities for investment in India, for amounts required for acquisition of Sale Shares and consideration to be paid under this mandatory Open Offer under SEBI(SAST) Regulations and miscellaneous expenses i.e. Certificate of Enterprise Overseas Investment from Ministry of Commerce on 30th May, 2013 and Business Registration Certificate from State Administration of Foreign Exchange, Guangzhou, on 5th June, 2013.

b. Status of Change of Management in para I(G) of the DPS:

The Acquirer has on 3rd July, 2013 (i.e. after expiry of 21 Working Days from the date of the DPS) completed the acquisition of shares from the existing promoters, its nominee Directors have been inducted on the Board of the Target Company and has taken control over the Target Company, in accordance with the SPA.

c. Status of Consultancy Agreement Note 1 to para IV(2) of the DPS:

The Target Company after the approval of the Board of Directors, sought the approval of the special resolution from the shareholders through Postal Ballot process for execution of Consultancy Agreement. The last date for receipt of consent from the shareholders was 11.07.2013 and the passing of the special resolution by the Shareholders was declared by the Chairman on 15.07.2013. However, on the request of the Acquirer, the Board of Directors on 22.07.2013 resolved not to act on the resolution passed by the shareholders.

d. Status of Financial Arrangement para V(3) of the DPS:

After the receipt of all necessary approvals from Chinese Government/ Authorities by 5th June, 2013, an amount of INR 7,49,18,894.18 out of secured amount with the ICBC, Third Sub Branch, Guangzhou, China was transferred to the Escrow Account maintained with ICBC, Mumbai on 7th June, 2013. The balance in the Escrow Account is more than the 100% of the funds required to meet the Public Offer obligations.

7. As on the date, there are no statutory approvals pending to implement this Offer. However, the Offer shall be subject to all statutory approvals that may become applicable on a later date.

8. Schedule of Activities

Activity	Original Schedule		Revised Schedule	
	Day	Date	Day	Date
Public Announcement (PA)	Monday	May 20, 2013	Monday	May 20, 2013
Detailed Public Statement (DPS)	Monday	May 27, 2013	Monday	May 27, 2013
Filing of the Draft Letter of Offer ("DLO") with SEBI	Monday	June 03, 2013	Monday	June 03, 2013
Last date for a Competitive Offer	Monday	June 17, 2013	Monday	June 17, 2013
Last date for SEBI observation on Draft Letter of Offer ("DLO") (in the event SEBI does not seek clarifications or additional information from the Manager to the Offer). [#]	Monday	June 24, 2013	Friday	August 02, 2013
Identified Date [*]	Wednesday	June 26, 2013	Tuesday	August 06, 2013
Last date by which the Letter of Offer (LO) will be dispatched to the public shareholders	Wednesday	July 03, 2013	Wednesday	August 14, 2013
Last date for revising the Offer Price / Offer Size.	Friday	July 05, 2013	Monday	August 19, 2013
Last date by which the committee of Independent Directors of the Target Company shall give its recommendations.	Monday	July 08, 2013	Tuesday	August 20, 2013
Last date of Publication of the Offer opening Public Announcement.	Tuesday	July 09, 2013	Wednesday	August 21, 2013
Date of commencement of Tendering Period (Offer Opening Date)	Wednesday	July 10, 2013	Thursday	August 22, 2013
Date of expiry of Tendering Period (Offer closing Date)	Tuesday	July 23, 2013	Wednesday	September 04, 2013
Last date of communicating rejection / acceptance and payment of consideration for applications accepted / return of unaccepted shares certificates /credit of unaccepted equity shares to demat account.	Tuesday	August 06, 2013	Thursday	September 19, 2013
Last Date of publication of the Offer closing public announcement	Tuesday	August 13, 2013	Thursday	September 26, 2013

#Date of receipt of final comments from SEBI on DLO

**The Identified Date is only for the purposes of determining the Public Shareholders as on such date to whom the Letter of Offer would be mailed to. It is clarified that all the Public Shareholders (registered or unregistered) of the Target Company shall be eligible to participate in this Offer at any time prior to the closure of this Offer.*

Capitalized terms used in this announcement, but not defined, shall have the same meaning assigned to them in the PA, the DPS and the LO.

The Directors of the Acquirer accept full responsibility for the information contained in this advertisement (other than such information that has been sourced from public sources or provided and confirmed by the Target Company) and shall be jointly and severally responsible for the fulfillment of the obligations of the Acquirer under the Offer and as laid down in SEBI (SAST) Regulations.

This Offer Opening Advertisement will also be available on SEBI's Websites (www.sebi.gov.in).

Issued by Manager to the Offer on behalf of Acquirer



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SEBI Regn. No. INM000000107

Date : 20th August, 2013

Place : Chandigarh