PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS OF

INEOS ABS (INDIA) LIMITED

(Registered office: 6th Floor, ABS Towers, Old Padra Road Vadodara - 390 007, Gujarat, India Tel: + 91 026 52355871; Fax: + 91 026 52341012)

CASH OFFER FOR ACQUISITION OF EQUITY SHARES FROM THE SHAREHOLDERS OF INEOS ABS (INDIA) LIMITED

This public announcement ("PA") is being issued by Kotak Mahindra Capital Company Limited ("Manager to the Offer"), for and on behalf of Styrolution (Jersey) Limited (hereinafter referred to as the "Acquirer") along with Styrolution Holding Gmbh ("JVCo"), Styrolution Group GmbH ("Holdco") (hereinafter together referred to as persons acting in concert with Acquirer or "PAC") to the equity shareholders of INEOS ABS (India) Limited ("Target Company") pursuant to and in compliance with Regulation 10 and Regulation 12 and other applicable provisions of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 1997 and subsequent amendments thereto (the "Regulations").

The Offer

1. This open offer ("Offer") is being made by Acquirer along with PAC pursuant to and in compliance with Regulation 10 and Regulation 12, and other applicable provisions of the Regulations to the equity shareholders of the Target Company to acquire a maximum of 29,31,920 (Twenty Nine Lacs Thirty One Thousand Nine Hundred and Twenty Only) fully paid up equity shares of face value Rs. 10 each ("Shares"), representing 16.67% of the Voting Capital (as defined in paragraph 40 below) of the Target Company, from the equity shareholders of the Target Company, at a price of Rs 606.81 (Rupees Six Hundred and Six and Paise Eighty One Only) per Share ("Offer Price") payable in cash.
2. As of the date of this PA, the authorized share capital of Target Company is Rs. 50,00,00,000 (Rupees Fifty Crores Only) consisting of 5,00,00,000 (Five Crores Only) Shares. The paid up share capital of the Target Company is Rs 17,58,56,250 (Rupees Seventeen Crore Fifty Eight Lacs Fifty Six Thousand Two Hundred and Fifty Only) consisting of 1,75,85,625 (One Crore Seventy Five Lacs Eighty Five Thousand Six Hundred and Twenty Five Only) Shares.
3. As of the date of this PA, the Acquirer holds 1,46,53,705 (One Crore Forty Six Lacs Fifty Three Thousand Seven Hundred and Five Only) Shares representing 83.33% of the share capital of the Target Company. Other than above, the Acquirer and PAC do not hold any share of the Target Company.
4. The JVCo, BASF SE ("BASF") and INEOS Industries Holdings Limited ("INEOS Holdings") announced on May 30, 2011 that they have entered into an agreement dated May 27, 2011 ("Agreement") whereby INEOS Holdings and BASF have agreed to form a joint venture, conducted through the JVCo, for combining the global business activities of their respective groups in styrene monomers and styrene based polymers ("Global Transaction").
5. As part of the Global Transaction, which was consummated on October 1, 2011:
   a. BASF and INEOS Holdings have transferred identified businesses and assets to the JVCo in accordance with the provisions of the Agreement.
   b. 50% shareholding of the JVCo is directly and indirectly held by BASF. The remaining 50% shareholding is held by INEOS Holdings, a wholly owned subsidiary of the ultimate holding entity of the INEOS Group viz. INEOS AG.
   c. INEOS Holdings has also transferred its shareholding in the Acquirer to the JVCo in exchange for shares in the JVCo.
   d. Post completion of Global Transaction, the JVCo holds 100% of the shareholding of the Acquirer through its intermediate wholly owned subsidiaries including the Holdco.
6. This Offer is being made by the Acquirer and the PAC in accordance with Regulations 10 and 12 of the Regulations pursuant to completion under the Agreement resulting in a proposed indirect change in control of the Target Company arising due to change in control of the Acquirer and indirect acquisition of more than 15% of the voting rights of the Target Company.
7. Other than as stated above, the Acquirer and/ or the PAC and/ or any of their directors have neither acquired nor have been allotted any Shares of the Target Company in the last 12 (twelve) months. As on the date of this PA, (i) the Acquirer holds 1,46,53,705 (One Crore Forty Six Lacs Fifty Three Thousand Seven Hundred and Five Only) Shares representing 83.33% of the share capital of the Target Company, (ii) the PAC and the Manager to the Offer do not hold any Shares of the Target Company. However, no specific amount of consideration has been attributed to the transfer of the Target Company to JVCo under the Global Transaction.
8. As of the date of this Public Announcement, there are no instruments convertible into equity shares. Therefore in terms of regulation 21(5), the voting rights at the expiration of 15 days after the closure of the Offer would be 1,75,85,625 equity shares ("Voting Capital").
9. Pursuant to this Offer, the Acquirer and the PAC propose to acquire 29,31,920 (Twenty Nine Lacs Thirty One Thousand Nine Hundred and Twenty Only) Shares of the Target Company ("Offer Size") from the shareholders of the Target Company as mentioned in paragraph 63 below, representing 16.67% of the Voting Capital of the Target Company, at a price of Rs. 606.81 (Rupees Six Hundred and Six and Paise Eighty One Only) for each Share of the Target Company ("Offer Price"), to be paid in cash in accordance with the Regulations and subject to the terms and conditions mentioned in this PA and as will be set out in the Letter of Offer to be sent to the equity shareholders in accordance with the Regulations in relation to the Offer. There are no partly paid-up equity shares of the Target Company.
10. This Offer is subject to the receipt of certain approvals and the terms and conditions set out below and in the Letter of Offer.
11. This Offer is being made to all shareholders ("Shareholders") of the Target Company except those persons specified in paragraph 63 that are not eligible to participate in the Offer.
12. The Shares of the Target Company are listed on BSE and NSE and are frequently traded on both exchanges. The annualized trading turnover based on the trading volume in the Shares of the Target Company on each of the Stock Exchanges during April 2011 to September 2011 (6 (six) calendar months preceding the month in which this PA is issued) is as under:

Stock Exchange	Number of Shares traded during the 6 (six) calendar months prior to the month in which the PA is issued	Total number of listed Shares during this period	Annualized trading turnover (as a % to total listed Shares)
BSE	1,458,249	17,585,625	16.58%
NSE	1,779,355	17,585,625	20.24%

Source: BSE and NSE websites

Based on the information available, the Shares of the Target Company are frequently traded; and are most frequently traded on the NSE within the meaning of explanation (i) to regulation 20 (5) of the Regulations.

13. Based on the parameters set out in the Regulations for frequently traded stocks, as per the date of this PA, the Offer Price of Rs. 606.81 (Rupees Six Hundred and Six and Paise Eighty One Only) is justified in view of the following:

Particulars	Price (in Rs. per Share)
Negotiated price under the Agreement	N.A.*
Highest price paid by the Acquirer or PAC for acquisition of any equity shares of the Target Company during the 26 week period preceding May 30, 2011, being the date of announcement of the Global Transaction, including by way of allotment in a public or rights or preferential issue	N.A.
Average of the weekly high and low of the closing prices of the equity shares of the Target Company on BSE during the 26 weeks period preceding May 30, 2011, being the date of announcement of the Global Transaction	417.61
Average of the daily high and low of equity shares of the Target Company on BSE during the 2 week period preceding May 30, 2011, being the date of announcement of the Global Transaction	514.42
Highest price paid by the Acquirer or PAC for acquisition of any equity shares of the Target Company during the 26 week period preceding October 22, 2011, being the date of this PA including by way of allotment in a public or rights or preferential issue	N.A.
Average of the weekly high and low of the closing prices of the equity shares of the Target Company on NSE during the 26 week period preceding October 22, 2011, being the date of this PA	572.93
Average of the daily high and low of equity shares of the Target Company on BSE during the 2 week period preceding October 22, 2011, being the date of this PA	606.81

**The consideration to be paid under the Agreement is a composite consideration and no specific amount has been attributed or allocated for acquisition of interest in the Target Company. Hence, negotiated price is not applicable.*

   a. The Offer Price of Rs. 606.81 (Rupees Six Hundred and Six and Paise Eighty One Only) per Share being the highest of the above is justified in terms of Regulation 20(4) of the Regulations.
   b. The Acquirer and the PAC are permitted to revise the Offer Price upward up to 7 (seven) working days prior to the date of closure of the Offer. In the event of such a revision, an announcement would be made in the same newspapers in which this PA has appeared and the revised Offer Price would be paid for all Shares accepted under the Offer. If the Acquirer and /or PAC acquire Shares of the Target Company, after the date of this PA and up to 7 (seven) working days prior to the date of closure of the Offer at a price higher than the Offer Price, then the highest price paid for such acquisition shall be payable for all the valid applications received under the Open Offer.
14. The Acquirer and the PAC may purchase additional Shares of the Target Company from open market or through negotiation or otherwise, from the date of this PA in accordance with Regulation 20(7) of the Regulations while remaining compliant with paragraph 15(b) above, as may be applicable, and all details of such purchases will be promptly disclosed by the Acquirer and the PAC to the Stock Exchanges and to the Manager to the Offer in terms of regulation 22(17) of the Regulations.
15. As on the date of this PA, Kotak Mahindra Capital Company Limited, the Manager to the Offer, does not hold any Shares of the Target Company.
16. This is not a competitive bid. This Offer is pursuant to the Global Transaction resulting in an indirect acquisition of Shares of the Target Company.

Information about the Acquirer

Styrolution (Jersey) Limited ("Acquirer")

17. The Acquirer is a company incorporated under the laws of Jersey, United Kingdom on June 19, 2007.
18. The registered office of Acquirer is situated at Ogier House, The Esplanade, St Helier, JE4 9WG, United Kingdom, Telephone: +44-1534-504-000, Fax: +44-1534-504-444.
19. The Acquirer is a wholly owned direct subsidiary of the Holdco. The issued and paid up capital of the Acquirer as on the date of this PA consists of 200 (Two Hundred Only) ordinary shares of EUR 1 each, aggregating to EUR 200. The shares of the Acquirer are not listed on any stock exchange.
20. Acquirer is an investment company and both the JVCo and Holdco have authorized the Acquirer to acquire the Shares from the equity shareholders of the Target Company.
21. As per the laws applicable to the Acquirer, the financial statements of the Acquirer are not required to be audited.

Information about the PAC

Styrolution Holding GmbH ("JVCo")

22. JVCo is a limited liability company incorporated under the laws of the Federal Republic of Germany on March 2, 2011, with its corporate seat in Frankfurt am Main and which is registered in the commercial register at the local court of Frankfurt am Main under HRB 92003.
23. The registered office of JVCo is situated at Carl-Bosch-Str. 38, 67056 Ludwigshafen, Telephone: +49-621-60-45375, Fax: +49-621-60-55515.
24. JVCo is a holding company for Holdco and indirectly owns 100% shareholding in Holdco.
25. The shares of JVCo are not listed on any stock exchange.
26. The authorized share capital of JVCo is EUR 10,000,000. The shareholding pattern of JVCo is as below:

Name of Shareholder	% shareholding
INEOS Industries Holdings Limited	49.79%
BASF SE	15.95%
BASF Antwerpen N.V.	34.05%
INEOS Styrenics European Holding B.V.	0.21%

Information on INEOS Industries Holdings Limited

INEOS Industries Holdings Limited is a wholly owned subsidiary of INEOS Industries Limited, and INEOS Industries Limited is a wholly owned subsidiary of INEOS AG. James A. Ratcliffe, Andrew Currie and John Reece maintain significant influence over INEOS Industries Holding Limited through their combined 100.0% voting shareholdings in INEOS AG.

Messrs. Ratcliffe, Currie and Reece, through INEOS AG, also control (i) INEOS Group Holdings SA, which produces a range of chemicals including petrochemicals, specialty chemicals and oil products, (ii) Kerling plc, which produces chloralkali and polyvinyl chloride (PVC), (iii) INEOS Paraform Holdings Ltd., which manufactures formaldehyde-based chemicals and (iv) INEOS Technologies (Holdings) Ltd., which operates an electrolysis technology business.

Information on BASF Antwerpen N.V.

BASF Antwerpen N.V. operates a large, integrated production site of the BASF Group, located in Antwerp, Belgium. They are 100% directly or indirectly owned by BASF SE and their financial results are included in the consolidated results of BASF group as shown below.

Information on BASF SE

BASF SE is a listed European Company ("Societas Europaea") incorporated on January 30, 1952 under the laws of Germany. The registered office of BASF is situated at 67056 Ludwigshafen, Germany, Telephone: +49-621-60-0, Fax: +49-621-60-42525. BASF is a public limited company whose shares are principally traded on the Frankfurt Stock Exchange, and it is also listed on the London and Swiss Stock Exchanges.

BASF is a chemical company with about 110,000 employees and close to 390 production sites worldwide. Its portfolio ranges from chemicals, plastics, performance products, functional solutions, agricultural solutions to crude oil and natural gas.

BASF 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. The share capital of BASF group (BASF group's reporting includes BASF SE, the parent company, with its headquarters in Ludwigshafen, Germany, as well as all of its material subsidiaries) is EUR 1,176 million.

BASF group reported consolidated revenues of EUR 63,873 million, consolidated profit after tax of EUR 4,557 million and total consolidated shareholders' equity of EUR 21,404 million (includes subscribed capital, capital surplus, retained earnings and other comprehensive income) for the year ended December 31, 2010.

Information on INEOS Styrenics European Holding B.V.

INEOS Styrenics European Holding B.V. is a wholly owned subsidiary of INEOS Industries Holding. It is an investment company and does not have income generating operations.

27. JVCo is a holding company and has been setup for the purpose of the Global Transaction.
28. Since JVCo is newly incorporated, it does not have any audited financial statements.

Styrolution Group GmbH ("Holdco")

29. Holdco is a limited liability company incorporated under the laws of the Federal Republic of Germany on April 19, 2011, with its corporate seat in Frankfurt am Main and which is registered in the commercial register at the local court of Frankfurt am Main under HRB 91762.
30. The registered office of Holdco is situated at Carl-Bosch-Str. 38, 67056 Ludwigshafen, Telephone: +49-621-60-45375, Fax: +49-621-60-55515.
31. The authorized share capital of Holdco is EUR 10,000,000. Styrolution Beteiligungs GmbH holds 100% shareholding of HoldCo. JVCo holds 100% shareholding of Styrolution Beteiligungs GmbH, thereby making Holdco an indirect wholly owned subsidiary of the JVCo.
32. The shares of Holdco are not listed on any stock exchange.
33. Holdco is a holding company and has been setup for the purpose of the Global Transaction.
34. Since Holdco is newly incorporated, it does not have any audited financial statements.

Information about the Target Company

INEOS ABS (India) Limited ("Target Company")

35. INEOS ABS (India) Limited is a public limited company incorporated on December 7, 1973 as ABS Plastics Limited under the Companies Act, 1956. The Target Company changed its name to ABS Industries Limited in 1992. In 1997, the Target Company was renamed Bayer ABS Limited pursuant to acquisition of a majority stake in it by Bayer AG. In 2004, as part of a restructuring process by the Bayer group, the Target Company became part of the LANXESS group and was renamed LANXESS ABS Limited. In June 2007, the Acquirer entered into a share purchase agreement with the then promoter group to acquire majority stake in the Target Company. The name of the Target Company was subsequently changed to INEOS ABS (India) Limited on June 17, 2008. It has its registered office at 6th Floor, ABS Towers Old Padra Road Vadodara - 390 007, Gujarat, India, Telephone: +91-026-5235-5871; Fax: +91-026-5234-1012.
36. The Target Company is a manufacturer of Acrylonitrile Butadiene Styrene (ABS) and Styrene Acrylonytrile (SAN) in India. ABS and SAN are versatile engineering thermoplastic material and their impact resistant and other properties have widespread applications in manufacture of house wares, medical equipment and in industries such as the electronics, automotive, telecom and others. The Target Company has manufacturing plants at Nandesari, Moxi & Katol near Vadodara in the state of Gujarat.
37. As of the date of this Public Announcement, the total authorised share capital of the Target Company is Rs. 50,00,00,000 (Rupees Fifty Crores Only) consisting of 5,00,00,000 (Five Crores Only) Equity Shares of face value of Rs.10/- each. The total paid up share capital of the Target Company is Rs 17,58,56,250 (Rupees Seventeen Crores Fifty Eight Lacs Fifty Six Thousand Two Hundred and Fifty Only) consisting of 1,75,85,625 (One Core Seventy Five Lacs Eighty Five Thousand Six Hundred Twenty Five Only) Equity Share of face value of Rs.10/- each. There are no partly paid-up Shares in the Target Company.
38. The Shares of the Target Company are listed on the BSE and the NSE.
39. None of the Directors of the Acquirer are on the Board of Directors of the Target Company as on the date of this PA.
40. The Voting Capital of the Target Company as on date of the PA has been calculated as under:

Issued share capital of the Target Company	Issued shares	Voting rights	% of Issued shares	% of Voting rights
Issued share capital	**1,75,85,625**	**1,75,85,625**	**100**	**100**
Partly paid up share capital	**NIL**	**NIL**	**NIL**	**NIL**
Total	**1,75,85,625**	**1,75,85,625**	**100**	**100**

EMERGING VOTING CAPITAL
(at the expiry of 15 days from closure of the Offer)

Issued share capital as on date of PA	**1,75,85,625**
Add: shares to be issued upon conversion during the offer	**NIL**
Voting Capital	**1,75,85,625**

41. The Board of Directors of the Target Company as on the date of this PA are:
   a. Mr. Gerhard Franken
   b. Mr. R S Agrawal
   c. Mr. Andrew Pizzey
   d. Mr. S M Kulkarni
   e. Mr. Jai R Patel
   f. Mr. Ravindra Kulkarni
42. The financial highlights of the Target Company, based on the audited financials, are as follows:

(All figures in Rupees Lacs except for per Share numbers and return on networth)	Year ended Dec 31, 2008	Year ended Dec 31, 2009	Year ended Dec 31, 2010
Income (including other income)	61,076	56,358	74,785
Profit/(loss) after Tax (after exceptional items)	1,795	4,899	7,003
Equity Share Capital	1,759	1,759	1,759
Reserves & Surplus (Excl. Revaluation Reserve)	21,306	25,484	31,667
Networth	23,064	27,243	33,426
Dividend (%)	25%	35%	40%
Book Value per share* (Rs.)	131.15	154.92	190.07
Earning per Share** (Rs.)	10.21	27.86	39.82
Return on Networth*** (%)	7.78%	17.98%	20.95%
P/E Multiple#	8.76	6.47	9.50

The above financials are based on audited accounts (Source: Annual reports of the Target Company dated February 17, 2011 and February 26, 2010)

**Book Value per Share calculated as the Networth / Number of equity shares outstanding at the end of the year*

***Earning per share calculated as by dividing the profit attributable to the equity shareholders by average number of equity shares outstanding during the year (Source: Annual Report)*

****Return on Networth calculated as Profit after Tax/Networth as at the end of the year*

 # P/E Multiple has been calculated as closing stock price at the end of the calendar year on BSE divided by Earning Per Share for the respective calendar year

Reasons for the Acquisition and Future Plans about the Target Company

43. The Offer is being made in compliance with Regulation 10 and Regulation 12 and other applicable provisions of Regulations, pursuant to the Global Transaction, which has resulted in the indirect acquisition of shares of the Target Company by the PAC. The PAC now exercises control over the Target Company through the Acquirer.
44. The Acquirer and the PAC may appoint their nominees on the Board of the Target Company in accordance with the Regulations, Companies Act and the Articles of Association of the Target Company. Hence, in accordance with regulation 22(7) of the Regulations, the Acquirer and the PAC may deposit 100% of the Maximum Consideration (as defined in paragraph below) to entitle the appointment of their nominees on the Board of the Target Company.
45. The Target Company is engaged in the business of manufacturing specialised engineering thermoplastics. The JVCo has been formed to combine the global business of BASF and INEOS Holdings with respect to styrene monomers and styrene based polymers and the Offer has been made pursuant to such global combination of the businesses. The indirect acquisition of Shares by acquisition of the Acquirer by the JVCo and the direct acquisition of Shares by the Acquirer under this Offer is part of the Global Transaction.
46. As of the date of this PA, the Acquirer and the PAC do not have any plans to dispose of or otherwise encumber any assets of the Target Company in the next 2 (two) years, except in the ordinary course of business and except to the extent required for the purpose of restructuring and/or rationalization of assets, investments, liabilities, financing, business or otherwise of the Target Company, which will be done subject to receipt of statutory approvals wherever necessary. Further, subject to the requisite approvals, the Acquirer and the PAC may evaluate options regarding disposal of any surplus assets. The Acquirer and the PAC undertake that the Acquirer and / or the PAC shall not sell, dispose off or otherwise encumber any substantial assets of the Target Company except with the prior approval of the shareholders.
47. The Acquirer and the PAC reserve the right to streamline/restructure the operations, assets, liabilities and/or businesses of the Target Company through arrangement/reconstruction, restructuring, merger (including but not limited to merger with itself or any of its subsidiaries), demerger/delisting of the Shares of the Target Company from the Stock Exchanges and/or sale of assets or undertakings, at a later date. Such decisions will be taken by the respective boards of directors of the Acquirer and the PAC and/or the board of the Target Company in accordance with procedures set out by applicable law, and pursuant to business requirements and in line with opportunities or changes in the economic scenario, from time to time. The Acquirer and the PAC will evaluate and consider such proposals from time to time in accordance with the business requirements, if appropriate.

Statutory Approvals and Other Approvals required for this Offer

48. This Offer is subject to the Acquirer and the PAC obtaining the following necessary statutory approval(s):
   a. Approval from the Reserve Bank of India ("RBI") under the Foreign Exchange Management Act, 1999, as amended and / or the regulations made there under ("**FEMA**"), for inter alia the acquisition/transfer of the Shares tendered pursuant to this Offer, as required. The Acquirer and the PAC will make the requisite application to RBI to obtain such approval.
49. As of the date of this PA, to the best of the knowledge of the Acquirer and the PAC, there are no other statutory approvals required to acquire the Shares that are validly tendered pursuant to this Offer.
50. Notwithstanding paragraphs 48 and 49, if any other statutory approvals are required or become applicable, the Offer would be subject to the receipt of such other statutory approvals. The Acquirer and the PAC will not proceed with the Offer in the event any statutory approval indicated herein is not obtained in terms of regulation 27 of the Regulations.
51. It may be noted that in case of delay in receipt of statutory approvals, SEBI has the power to grant an extension of time to the Acquirer and the PAC for payment of consideration to Shareholders subject to the Acquirer and the PAC agreeing to pay interest for the delay, as directed by SEBI under regulation 22(12) of the Regulations.
52. The Acquirer and the PAC may appoint their nominees on the Board of the Target Company in accordance with the Regulations, Companies Act and the Articles of Association of the Target Company. Hence, in accordance with regulation 22(7) of the Regulations, the Acquirer and the PAC may deposit 100% of the Maximum Consideration (as defined in paragraph below) to entitle the appointment of their nominees on the Board of the Target Company
53. The Acquirer and PAC do not require the approval of any banks or financial institutions for making the Open Offer.

Option to the Acquirer and the PAC in terms of regulation 21(2) of the Regulations

54. As the public shareholding is already below the minimum level required as per the listing agreement entered into by the Target Company with the BSE and the NSE, (the "Listing Agreements"), the Acquirer and PAC shall take necessary steps to facilitate compliance of the Target Company with the relevant provisions of the Listing Agreements and notification of the Government of India dated June 4, 2010, and subsequent amendment thereto, amending the Securities Contracts (Regulation) Rules, 1957 within the time stipulated therein as required under regulation 21(2) of the Regulations.
55. Subsequent to completion of the Offer, the Acquirers and the PAC may also exercise the option of delisting the shares of the Target Company following the procedure stipulated under SEBI (Delisting of Equity Shares) Regulations, 2009 subject to various factors including the financial position of the Acquirers and the PAC, prevailing market and economy conditions, market price of the Target Company and the regulatory framework for delisting.

Financial Arrangements

56. The maximum consideration payable under this Offer, assuming full acceptance, is Rs. 1,779,125,705 (Rupees One Billion Seven Hundred Seventy Nine Million One Hundred Twenty Five Thousand Seven Hundred and Five Only) ("**Maximum Consideration" or "Offer Size**").
57. By way of security for performance of its obligations under the Regulations, the Acquirer and the PAC have made an escrow arrangement for the Offer comprising of cash deposit of an amount of Rs. 348,813,099.70 (Rupees Three Hundred and Forty Eight Million, Eight Hundred and Eighteen Thousand Ninety Nine and Paise Seventy Only) in cash, which is adequate as per the computation of escrow amount as required by the Regulations. The Acquirer and the PAC have made the cash deposit with Citibank, N.A., Citigroup Center, 6th Floor, Bandra Kurla Complex, Bandra East, Mumbai 400 051. This has been confirmed by a confirmation letter dated October 21, 2011 issued by Citibank, N.A. The Manager to the Offer is empowered to realize the value of the cash deposit in accordance with the Regulations.
58. The Acquirer and the PAC propose to finance the Offer through internal accruals. The Acquirer and the PAC have arranged for:
   a) An amount of USD 33,300,000 (United States Dollar Thirty Three Million and Three Hundred Thousands Only) (equivalent to Rs. 1,655,376,300 (Rupees One Billion Six Hundred Fifty Five Million Three Hundred Seventy Six Thousand Three Hundred Only) using the RBI Reference rate 1 USD = Rs. 49.711 (source: www.rbi.org.in) dated October 21, 2011) set aside by the Acquirer in account number 11632981 ("Account") with Citibank, N.A., London Branch, whereby the funds in the Account will be utilized solely towards fulfilling the obligations of the Acquirer and the PAC for the Offer under the Regulations.
   b) Escrow arrangement comprising of cash deposit as set out in paragraph 57 above.

   The source of funds to meet the Acquirer's and the PAC's obligations under the Offer is foreign funds.
59. Mr. Kirit Sheth, Membership No. 037824, Proprietor of M/s K .J .Sheth & Associates, Chartered Accountants (2nd Floor, Seksaria Chambers, 139, Nagindas Master Road, Fort, Mumbai - 400023, Tel: +91-22-2267-1618) ("Accountants"), have confirmed by their certificate dated October 21, 2011 that the Acquirer and the PAC have adequate financial resources through verifiable means available for meeting their obligations under the Regulations for a value up to the Maximum Consideration.
60. On the basis of the aforesaid financial arrangements and the Accountants' certificate, the Manager to the Offer confirms that adequate funds are available with the Acquirer and the PAC through verifiable means to implement this Offer.

Other terms of this Offer

61. The Offer is not conditional and is not subject to any minimum level of acceptance.
62. A letter of offer ("Letter of Offer") specifying the detailed terms and conditions of this Offer along with the Form of Acceptance-cum-Acknowledgement ("Form of Acceptance") and Form of Withdrawal will be mailed to all the public Shareholders, whose names appear on the register of members of the Target Company at the close of business hours on November 11, 2011 ("Specified Date"), being registered equity shareholders as per the records of National Securities Depository Ltd. ("NSDL") and Central Depository Services (India) Limited ("CDSL"), and registered shareholders holding shares in physical form as per the records of the Target Company, as on the Specified Date. Accidental omission to dispatch this Letter of Offer to any person to whom the Offer is made or the non-receipt or delayed receipt of this Letter of Offer by any such person will not invalidate the Offer in any way. The last date by which the individual letter of offer would be dispatched to each of the shareholders of the Target Company is December 3, 2011.
63. This Offer is made to all Shareholders (other than the parties to the Agreement) as on the Specified Date, and also to persons who acquire Shares before the closure of the Offer and tender these Shares into the Offer in accordance with this PA, save and except for the parties of the Agreement. Persons who have acquired shares of the Target Company (irrespective of the date of purchase) but whose names do not appear on the register of members of the Target Company on the Specified Date are also eligible to participate in this Offer.
64. The Shareholders who wish to tender their Shares pursuant to this Offer will be required to communicate their acceptance in the form and manner specified in the Letter of Offer to Link Intime (India) Private Limited acting as the Registrar to the Offer ("Registrar to the Offer") in accordance with the instructions contained in the Letter of Offer and Form of Acceptance. Applicants who cannot hand deliver their documents at the collection centers, as will be mentioned in the Letter of Offer, may send such documents by registered post or by courier, at their own risk and cost, to the Registrar to the Offer at its address mentioned in paragraph 90. In case of non-receipt of the Letter of Offer, the eligible shareholders 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 Manager to the Offer or the Registrar to the Offer, or (iii) make an application to the Registrar to the Offer, on a plain paper stating the name, address, number of shares held, distinctive numbers, folio number, number of shares offered along with documents as mentioned above so as to reach the Registrar to the Offer on or before the close of the Open Offer, i.e., no later than January 6, 2012, or in case of beneficial owners, send the application in writing to the Registrar to the Offer, on a plain paper stating the name, address, number of shares held, number of 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 Offer, on or before the close of the Open Offer, i.e., no later than January 6, 2012.
   a. In respect of dematerialised shares Shareholders must ensure that the credit for the shares tendered is received in the special depository account as specified below on or before January 6, 2012. If the Shareholders hold their shares through CDSL, their Depository Participant Instruction will have to take the form of an inter-depository delivery instruction to CDSL for the purpose of crediting their shares in favour of the special depository account with NSDL as mentioned below.

Depository Name	National Securities Depository Ltd. (NSDL)
Account Name	LIIPL INEOS ABS (India) OPEN OFFER ESCROW DEMAT ACCOUNT
DP Name	Citibank N.A.
DP ID Number	IN300054
Beneficiary Account Number	10059096
ISIN	INE189B01011
Market	Off-Market
Date of Credit	On or before January 6, 2012

   It is the sole responsibility of the Shareholders to ensure credit of their Shares in the depository account above, prior to the closure of the Offer.

   b. Shareholders who are holding the Shares in physical form and who wish to tender the Shares in the Offer are required to submit the Form of Acceptance-cum-Acknowledgment together with the original share certificate(s), valid transfer deed(s), and such other documents as may be specified in the Letter of Offer and the Form of Acceptance-cum-Acknowledgment, duly signed and addressed to the Registrar to the Offer, either by hand delivery on weekdays or by registered post, so as to reach the Registrar to the Offer on or before the closure of the Offer, i.e., no later than January 6, 2012 in accordance with the instructions specified in the Letter of Offer and the Form of Acceptance-cum-Acknowledgment.
65. Shareholders who have sent the Shares held by them for dematerialization need to ensure that the process of getting the Shares held by them dematerialized is completed in time for the credit in the special depository account, to be received on or before the closure of the Offer, i.e., no later than January 6, 2012 or else their application will be rejected.
66. The Shareholders should also provide all relevant documents which are necessary to ensure transferability of the Shares in respect of which the application is being sent. Such documents may include, but are not limited to:
   - Duly attested death certificate and succession certificate / probate / letter of administration (in case of single Shareholder) if the original Shareholder has expired
   - Duly attested power of attorney if any person apart from the Shareholder has signed the acceptance form and / or transfer deed(s);
   - No objection certificate from any lender, if the Shares in respect of which the acceptance is sent, were under any charge, lien or encumbrance;
   - In case of companies, the necessary corporate authorization (including certified copy of board and/or general meeting resolution(s)); and
   - Any other relevant documents
67. Shareholders who have acquired Shares of the Target Company but whose names do not appear in the register of members of the Target Company on the Specified Date or those who have not received the Letter of Offer, may also participate in this Offer by submitting an application on a plain paper giving details regarding their shareholding and confirming their agreement to participate in this Offer as per the terms and conditions of this Offer, so as to reach the Registrar to the Offer on or before the closure of the Offer i.e., no later than January 6, 2012. This is to be sent to the Registrar to the Offer together with:
   a. In case of Shareholders holding Shares in dematerialized form, the name, address, number of Shares held, number of Shares offered, Depository ("DP") Participant name, DP ID number, beneficiary account number along with a photocopy of the Delivery instruction in "off-market" mode, duly acknowledged by the DP in favour of LIIPL INEOS ABS (India) OPEN OFFER ESCROW DEMAT ACCOUNT, as per instructions mentioned above.
   b. In case of Shareholders holding Shares in physical form, the relevant share certificate(s) and transfer deeds, and the original contract note issued by a registered share broker of a recognized stock exchange through whom such Shares were acquired wherever applicable
68. No indemnity would be required from unregistered shareholders regarding the title to the Shares.
69. Shareholders of the Target Company who wish to accept the Offer can also send/deliver the Form of Acceptance-cum-Acknowledgment along with all the relevant documents at any of the collection centers of the Registrar to the Offer mentioned below during the working hours on or before the date of closure of the Offer, i.e., no later than January 6, 2012, in accordance with the procedure as set out in the Letter of Offer.

S. No.	Collection Person	Address of Collection Centre	Contact Person	Phone no	Fax	Mode of delivery
1	Mumbai	Link Intime India Pvt. Ltd, C-13, Panalal Silk Mills Compound, L B S Marg, Bhandup (W), Mumbai -400078. pravin.kasare@linkintime.co.in	Mr. Pravin Kasare	+91-22-2596-0320	+91-22-2596-0329	Hand Delivery & Registered Post/ Courier
2	Ahmedabad	Link Intime India Pvt. Ltd, 211 Sudarshan Complex, Near Mithakhali Underbridge, Navrangpura, Ahmedabad- 380009 ahmedabad@linkintime.co.in	Mr. Hitesh Patel	+91-79-2646- 5179	+91-79-2646-5179 (Telefax)	Hand Delivery
3	Vadodara	Link Intime India Pvt. Ltd., B Tower, 102 B & 103, Sangrila Complex, First Floor, Radhakrishna Char Rasta, Akota, Vadodara - 390020 vadodara@linkintime.co.in	Mr. Alpesh Gandhi	+91-265-2356573 / 2356796 / 2356794	+91-265-2356791	Hand Delivery
4	New Delhi	Link Intime India Pvt. Ltd., A-40, 2nd Floor, Naraina Industrial Area, Phase II, Near Batra Banquet, New Delhi – 110028 delhi@linkintime.co.in	Mr. Swapan Naskar	+91-11-4141-0592/93/94	+91-11-4141-0591	Hand Delivery
5	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 chennai@saspartners.com	Mrs. Solly Soy	+91-44-2815-2672, +91-44-4207-0906	+91-44-2815-2672 (Telefax)	Hand Delivery
6	Kolkatta	Link Intime India Pvt. Ltd, 59C,Chowringhee Road, 3rd Floor,Kolkata -700020 kolkata@linkintime.co.in	Mr. S.P. Guha	+91-33-2289-0539/40	+91-33-2289-0539/ 40 (Telefax)	Hand Delivery

Note: Business Hours: Monday to Friday 10:00 AM to 1.00 PM and 2.00 PM to 4:30 PM, except Public Holidays

70. **Shares should not be submitted/ tendered to the Manager to the Offer, the Acquirer, the PAC or the Target Company**.
71. A copy of the Letter of Offer (including Form of Acceptance-cum-Acknowledgment and Form of Withdrawal) is expected to be available on SEBI's website (http://www.sebi.gov.in) during the period the Offer is open and may also be downloaded from the site.

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72. Shares that are subject to any charge, lien or encumbrance are liable to be rejected in the Offer. Applications in respect of Shares of the Target Company that are subject matter of litigation wherein the shareholders of the Target Company may be prohibited from transferring such Shares during the pendency of the said litigation are liable to be rejected if the directions/orders regarding such Shares are not received together with the Shares tendered under the Offer. The Letter of Offer in some of these cases, wherever possible, will be forwarded to the concerned statutory authorities for further action by such authorities.
73. The Registrar to the Offer will hold in trust the Form of Acceptance, Shares, share certificates, transfer deed(s) and/or other documents on behalf of the shareholders of the Target Company who have accepted this Offer, until the warrants/ cheques/ drafts for the consideration are dispatched and unaccepted share certificate/Shares, if any, are dispatched/ returned to the relevant Shareholders.
74. The Acquirer and the PAC shall not be responsible in any manner for any loss of share certificate(s) and other documents during transit and the Shareholders are advised to adequately safeguard their interests in this regard.
75. The unaccepted share certificates, transfer forms and other documents, if any, would be returned by registered post at the shareholders' sole risk. Unaccepted Shares held in dematerialised form will be credited back to the beneficial owners' depository account with the respective depository participant as per details received from their depository participant.
76. All Shareholders are advised to consult their tax advisors for the treatment that may be given by their respective assessing officers in their case, and the appropriate course of action that they should take. The Acquirer, the PAC and the Manager to the Offer do not accept any responsibility for the accuracy or otherwise of such advice.
77. Payment to those Shareholders whose share certificates and/or other documents are found valid and in order and are approved by the Acquirer, will be by way of a crossed account payee cheque/ demand draft/ pay order/ through Direct Credit ("DC")/ National Electronic Clearance System ("NECS")/ Electronic Clearing Services ("ECS")/ National Electronic Funds Transfer ("NEFT")/ Real Time Gross Settlement ("RTGS"). So as to avoid fraudulent encashment in transit, the Shareholder(s) holding Shares in physical form should provide details of bank account of the first/sole shareholder as provided in the Form of Acceptance-cum-Acknowledgment and the consideration cheque or demand draft will be drawn accordingly. For Shares that are tendered in dematerialised form, the bank account details as obtained from the beneficiary position download to be provided by the depositories will be considered and the payment shall be processed with the said bank particulars, and not any details provided in the Form of Acceptance-cum-Acknowledgment. In case of shareholder(s) holding Shares in physical form, if the bank account details are not provided, then the consideration will be dispatched in the name of the sole/first named holder at his registered address (at their own risk). The decision regarding (i) the acquisition (in part or full), of the Shares tendered pursuant to the Offer, or (ii) rejection of the Shares tendered pursuant to the Offer along with (a) any corresponding payment for the acquired Shares and/ or (b) return of share certificates for any rejected Shares or Shares withdrawn or Shares accepted in part, will be dispatched to the Shareholders by registered post or by ordinary post as the case may be, at the Shareholder's sole risk. Shares held in dematerialized form to the extent not acquired or Shares withdrawn will be credited back to the respective beneficiary account with their respective DPs as per the details furnished by the beneficial owners in the Form of Acceptance-cum-Acknowledgment.
78. For Shareholders who do not opt for electronic mode of transfer or whose payment consideration is rejected/ not credited through DC/NECS/ECS/NEFT/RTGS, due to technical errors or incomplete/ incorrect bank account details, payment consideration will be dispatched through registered post at the Shareholder's sole risk.
79. All cheques / demand drafts / pay orders will be drawn in the name of the first holder, in case of joint holder(s). In case of unregistered owners of Shares, payment will be made in the name of the person stated in the contract note.
80. Pursuant to Regulation 22(5A) of the Regulations, Shareholders who have accepted the Offer by tendering the requisite documents in terms of the PA and the Letter of Offer can withdraw the same up to 3 (three) working days prior to the date of closure of the Offer. The withdrawal option can be exercised by submitting the documents as per the instructions mentioned in the letter of offer, so as to reach the Registrar to the Offer at its address mentioned in paragraph 90 below on or before January 3, 2012.
81. If the Shares tendered in this Offer by the shareholders of the Target Company are more than the Shares to be acquired under this Offer, the acquisition of Shares from each shareholder will be on a proportionate basis as per provisions of regulation 21(6) of the Regulations such that the acquisition from each shareholder shall not be less than the minimum marketable lot or the entire holding, if it is less than the marketable lot. The marketable lot for the Target Company is 1 (one) Share.
82. A schedule of the activities pertaining to the Offer is given below:

Activity	Date	Day
Date of PA	October 22, 2011	Saturday
Specified Date*	November 11, 2011	Friday
Last date for a competitive bid, if any	November 12, 2011	Saturday
Last date for dispatch of Letter of Offer to the Shareholders of the Target Company	December 3, 2011	Saturday
Offer Opens on	**December 16, 2011**	**Friday**
Last date for revising the Offer Price	December 28, 2011	Wednesday
Last date for withdrawing by Shareholders	January 3, 2012	Tuesday
Offer Closes on	**January 6, 2012**	**Friday**
Last date by which acceptance/rejection would be intimated and corresponding payment for acquired shares and/or the share certificate/ demat delivery instruction for rejected Shares will be dispatched/issued	January 21, 2011	Saturday

**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 and all shareholders (registered or unregistered) of the Target Company, except those persons specified in paragraph 63 that are not eligible to participate in the Offer.*

General

83. Shareholders who have accepted this Offer by tendering the requisite documents, in terms of this Public Announcement/Letter of Offer, can withdraw the same up to 3 (three) working days prior to the date of the closure of this Offer in terms of Regulation 22(5A) of the Regulations, i.e., January 3, 2012.
84. The Acquirer reserves the right to revise the Offer Price and/or the Offer Size upwards up to 7 (seven) working days prior to the closure of this Offer, i.e., upto December 28, 2011 in accordance with the Regulations and the revision, if any, in the Offer Price and/or the Offer Size would be announced in the same newspapers where this PA has appeared. The Acquirer would pay such revised price for all the Shares validly tendered at any time during the Offer and accepted under the Offer in accordance with the terms of this PA and the Letter of Offer.
85. If there is a withdrawal of the Offer by the Acquirer and the PAC, the same will be informed by way of a public announcement in the same newspapers in which this PA has appeared.
86. **If there is a competitive bid:**
    a. **The public offers under all the subsisting bids shall close on the same date.**
    b. **As the offer price cannot be revised during 7 (seven) working days prior to the closing date of the offers/bids, it would, therefore, be in the interest of Shareholders to wait until the commencement of that period to know the final offer price of each bid and tender their acceptance accordingly.**
87. The Acquirer, the PAC, the Target Company and the Promoters have not been prohibited by the SEBI from dealing in securities, in terms of direction issued under Section 11B or any other regulations made under the Securities and Exchange Board of India Act, 1992, as amended.
88. This PA is expected to be available on the SEBI website at http://www.sebi.gov.in.
89. Pursuant to regulation 13 of the Regulations, the Acquirer and the PAC have appointed Kotak Mahindra Capital Company Limited (Address: Bakhtawar 1st Floor, 229 Nariman Point, Mumbai – 400 021; Tel: +91-22-6634-1100; Fax No.: +91-22-2284-0492; email: project.ineosoffer@kotak.com; Contact Person: Ganesh Rane) as the Manager to the Offer.
90. The Acquirer and the PAC have appointed Link Intime (India) Private Limited as the Registrar to the Offer (C-13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (West), Mumbai - 400078, Tel: +91-22-2596-0320; Fax: +91-22-2596-0329; email: ial.offer@linkintime.co.in; Contact Person: Mr. Pravin Kasare)
91. The Acquirer, the PAC and the Boards of Directors of the Acquirer and the PAC accept full responsibility for the information contained in this PA (except for any information on the Target Company, which has been derived from information published by the Target Company or provided by the Target Company or publicly available sources) and also accept responsibility for the obligations of the Acquirer and the PAC as laid down in the Regulations.

Issued by the Manager to the Offer, for and on behalf of the Acquirer and the PAC

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Investment Banking

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Tel. No.: +91 22 6634 1100
Email: project.ineosoffer@kotak.com
Contact Person: Ganesh Rane

Dated: October 21, 2011
Place: Mumbai