POST-OFFER ADVERTISEMENT FOR THE ATTENTION OF THE SHAREHOLDERS OF

INTEC CAPITAL LIMITED

Registered Office: 701, Manjusha Building, 57 Nehru Place, New Delhi - 110019;
Tel: +91 11 4652 2200, Fax: +91 11 4652 2333

This Post-Offer Advertisement ("**Advertisement**") is being issued by ICICI Securities Limited ("**Manager to the Offer**") on behalf of Intec Worldwide Private Limited ("**Acquirer I**"), Pantec Devices Private Limited ("**Acquirer II**"), Pantec Consultants Private Limited, ("**Acquirer III**"), India Business Excellence Fund II ("**Acquirer IV**") and India Business Excellence Fund IIA ("**Acquirer V**") (Acquirer I, Acquirer II, Acquirer III, Acquirer IV and Acquirer V collectively referred as "**Acquirers**") in compliance with Regulation 18(12) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (as amended) ("**SEBI (SAST) Regulations, 2011**") in respect of the open offer ("**Open Offer**"). The Detailed Public Statement ("**DPS**") with respect to the Open Offer was published on Wednesday, August 21, 2013 in The Financial Express (all editions), Jansatta (all editions) and Mumbai Lakshadeep (Mumbai edition) and subsequently, the letter of offer dated Friday, December 27, 2013 (the "**Letter of Offer**") with respect to the Open Offer was dispatched to all Shareholders by Tuesday, December 31, 2013. Capitalised terms used but not defined in this Advertisement shall have the meaning assigned to such terms in the DPS and the Letter of Offer, as applicable.

1. **Name of the Target Company** : Intec Capital Limited
2. **Name of the Acquirers** :
   a) Intec Worldwide Private Limited;
   b) Pantec Devices Private Limited;
   c) Pantec Consultants Private Limited;
   d) India Business Excellence Fund II; and
   e) India Business Excellence Fund IIA.
3. **Name of the Manager to the Offer** : ICICI Securities Limited
4. **Name of the Registrar to the Offer** : Bigshare Services Private Limited
5. **Offer Details:**
   a) Date of Opening of the Offer : Tuesday, January 7, 2014
   b) Date of Closure of the Offer : Tuesday, January 21, 2014
6. **Date of Payment of Consideration** : Tuesday, February 4, 2014
7. **Details of Acquisition** :

S. No.	Particulars	Proposed in the Offer Document (Letter of Offer)	Actual
7.1	**Offer Price**	₹ 109.45	₹ 109.45
7.2	**Aggregate number of shares tendered**	4,775,225*	921,222
7.3	**Aggregate number of shares accepted**	4,775,225*	917,922
7.4	**Size of the Offer (Number of shares multiplied by offer price per share)**	₹ 522,648,376.25	₹ 100,466,562.90
7.5	**Shareholding of the Acquirers before Agreements/Public Announcement** • **Number of shares** • **% of Fully Diluted Equity Share Capital**	 3,840,732 20.91%	 3,840,732 20.91%
7.6	**Shares Acquired by way of Agreements** • **Number of shares** • **% of Fully Diluted Equity Share Capital**	 4,699,286 25.59%	 4,699,286 25.59%
7.7	**Shares Acquired by way of Open Offer** • **Number** • **% of Fully Diluted Equity Share Capital**	 4,775,225 26.00%	 917,922 5.00%
7.8	**Shares Acquired after Detailed Public Statement** • **Number of shares acquired** • **Price of the shares acquired** • **% of the shares acquired (on Fully Diluted Equity Share Capital)**	 2,397,149 106.26** 13.05%	 2,397,149 106.26** 13.05%
7.9	**Post-offer shareholding of Acquirers** • **Number of shares** • **% of Fully Diluted Equity Share Capital**	 15,712,392 85.55%	 11,855,089 64.55%
7.10	**Pre & Post Offer shareholding of Public Shareholders** ***Pre-Offer*** • **Number of shares** • **% of Fully Diluted Equity Share Capital** ***Post-Offer*** • **Number of shares** • **% of Fully Diluted Equity Share Capital**	 6,119,219# 33.32% 1,343,994 7.32%	 6,119,219# 33.32% 5,201,297 28.32%

** Assuming full acceptance in the Offer*

*** Average price of acquisition per Share has been indicated since Shares were acquired through on-market purchases on different dates in accordance with the SEBI (SAST) Regulations, 2011.*

 # Total number of shares held by public shareholders post acquisition of 2,397,149 Shares acquired after the Detailed Public Statement.

7.11 The Acquirers along with their respective directors, severally and jointly accept full responsibility for the information contained in this Advertisement and also accept responsibility and obligations of the Acquirers laid down under the SEBI (SAST) Regulations, 2011.

7.12 A copy of this Advertisement will be available on the website of SEBI (http://www.sebi.gov.in/), BSE Limited, Delhi Stock Exchange Association Limited and at the registered office of the Target Company.

Issued for and on behalf of the Acquirers by the Manager to the Offer

ICICI Securities

ICICI Securities Limited
SEBI Registration Number: INM000011179
Address: ICICI Centre, H.T. Parekh Marg, Churchgate, Mumbai - 400020
Contact Person: Mr. Amit Joshi
Tel: +91 22 2288 2460; Fax: +91 22 2282 6580
E-mail: inteccapital.openoffer@icicisecurities.com; Website: http://www.icicisecurities.com

Place : New Delhi
Date : February 10, 2014