Offer Opening Advertisement to the Equity Shareholders under Regulation 18 (7) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 of

INTELLVISIONS SOFTWARE LIMITED

This Advertisement is being issued by **Chartered Capital and Investment Limited ("Manager to the Offer")**, for and on behalf of **Sam Financial Services Pvt Ltd. and Mr. Ajay Dilkush Sarupria ("the Acquirers") along with Mrs. Jasmine Ajay Sarupria, Mr. Rajasekharan Menon, Mrs. Anuradha R. Menon and Mrs. Pruthu P. Patel as Person Acting in Concerts with the Acquirers ("PACs")**, pursuant to Regulation 18 (7) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations 2011 in respect of the Open Offer to acquire shares of the **Intellvisions Software Limited.** The Detailed Public Statement with respect to the aforementioned offer made by the Acquirers and PACs had appeared in Business Standard (English), Business Standard (Hindi) and Mumbai Lakshadweep (Marathi) on Tuesday, June 25, 2013.

1. The Consolidated Offer Price is Rs. 15.55 (Rupees Fifteen Rupees and Paise Fifty Five Only) per equity share of Rs. 10/- each (comprises of the Offer Price of Rs. 15/- per equity share plus interest of Rs 0.55 per share @10% per annum on the Offer Price for delay in making Open Offer). There has been no revision in the Offer Price but the interest amount has been revised from Rs. 0.50 per share to Rs. 0.55 per share due to change in last date to complete all requirements including payment of consideration from Friday, September 06, 2013 to Wednesday, September 18, 2013. In view of that the Consolidated Offer Price has been revised from Rs. 15.50 per fully paid up equity share/voting rights to Rs. 15.55 per fully paid up equity share/voting rights
2. A committee of Independent Directors ("**IDC**") of the Target Company have opined that the Consolidated Offer Price of Rs. 15.55 (Rupees Fifteen and Paise Fifty Five Only) is fair and reasonable and in accordance with SEBI (SAST) Regulations. The IDC's recommendation was published on Monday, August 19, 2013 in the same newspapers in which the DPS was published, as mentioned above.
3. There has been no competitive bid to this Offer.
4. The Letter of Offer has been dispatched to all the Shareholders on Tuesday, August 13, 2013.
5. Please note that a copy of the Letter of Offer (including Form of Acceptance cum Acknowledgment) is also available on the website of SEBI at http://www.sebi.gov.in and the Eligible Shareholders can also apply by downloading such forms from SEBI website. Further, in case of non-receipt / non-availability of the Form of Acceptance cum Acknowledgment, the application can be made on plain paper along with the following details and to be sent to Registrar to the Offer:
   - In the case of the Equity Shares held in physical form, the name, address, number of the Equity Shares held, number of the Equity Shares offered, distinctive numbers and folio number together with the original Equity Share certificate(s) and valid transfer deed(s) and or such other documents as specified in LOO, additionally in the case of unregistered shareholder, the original contract note issued by a registered share broker of a recognized stock exchange through whom such Equity Shares were acquired is also to be submitted.
   - In the case of the Equity Shares held in dematerialized form, the depository participant ("DP") name, DP ID, account number together with a photocopy or counterfoil of the delivery instruction slip in "off-market" mode duly acknowledged by the DP for transferring the Equity Shares to the special depository account ("**Escrow Demat Account**"), as per the details given below alongwith such other documents as specified in the Letter of Offer:

DP Name	RRS Shares & Stock Brokers Private Limited
DP ID	12029000
Client ID No.	00035568
Account Name	PSIPL ESCROW A/C INTELLVISIONS OPEN OFFER
Depository	Central Depository Services (I) Ltd. (CDSL)

***Note:** The Shareholders having their beneficiary account in NSDL shall use inter-depository instruction slip for the purpose of crediting their Equity Shares in favour of the Depository Escrow Account with CDSL.*

6. All observations received from SEBI in terms of Regulation 16(4) of the SEBI (SAST) Regulations have been incorporated in the Letter of Offer.
7. To the best of the knowledge of the Acquirers and PACs, no statutory approvals are required by them to complete this Offer. However, in case of any statutory approvals being required at a later date, this Offer will be subject to such approvals.
8. Schedule of Activities:

Activity	Day and Date
Date of Public Announcement (PA)	Tuesday, June 18, 2013
Date of publication of the Detailed Public Statement (DPS)	**Tuesday, June 25, 2013**
Identified Date*	**Monday, August 05, 2013**
Last date for making a competing offer	Tuesday, July 16, 2013
Date when Letter of Offer were dispatched	Tuesday, August 13, 2013
Date of commencement of Tendering Period (Offer Opening Date)	**Wednesday, August 21, 2013**
Date of closing of tendering period (Offer Closing Date)	**Tuesday, September 03, 2013**
Date by which all requirements including payment of consideration would be completed	Wednesday, September 18, 2013

** Date falling on the 10th Working Day prior to the commencement of the Tendering Period, for the purposes of determining the Shareholders to whom the Letter of Offer was sent.*

Capitalised terms used but not defined in this advertisement shall have the meanings assigned to such terms in the PA and/or DPS and/or Letter of Offer. The Acquirers, PACs and the Directors of Acquirer accept full responsibility for the information contained in this advertisement and also accept responsibility for the obligations of the Acquirers and PACs laid down under the SEBI (SAST) Regulations.

This advertisement is expected to be available on the SEBI website at ***www.sebi.gov.in***

ISSUED BY MANAGER TO THE OFFER

CHARTERED CAPITAL AND INVESTMENT LIMITED

SEBI Registration No.: INM000004018

418-C, "215 Atrium", Andheri Kurla Road, Andheri (East), Mumbai 400 093

Tel. No.: 022- 6692 4111, **Fax No.:** 022-6692 6222, **Email:** mumbai@charteredcapital.net

Contact Person: Mrs. Menka Jha/Ms. Swati Agrawal

'Sobhagya'

Place: Mumbai

Date: Monday, August 19, 2013

For and on behalf of the Acquirers Sam Financial Services Pvt. Ltd. and Mr. Ajay Dilkush Sarupria, and the PACs, Mrs. Jasmine Ajay Sarupria, Mr. Rajasekharan Menon, Mrs. Anuradha R. Menon and Mrs. Pruthu P. Patel