PUBLIC ANNOUNCEMENT TO THE SHAREHOLDERS OF

NEW HORIZON LEASING & FINANCE LIMITED

Reg. Office: 24/26, Cama Building, 1st Floor, Dalal Street, Fort, Mumbai - 400 001

This Public Announcement ("P.A.") is being issued by the Manager to the Offer i.e., **Chartered Capital And Investment Limited,** on behalf of the Acquirer, i.e. Mr. T. Rajkumar, pursuant to Regulations 10 and 12 and as required under the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 1997 (hereinafter referred to as "SEBI (SAST) Regulations, 1997") and subsequent amendments thereto.

1. THE OFFER

1.1 The Open Offer is being made by **Mr. T Rajkumar** (hereinafter referred to as "Acquirer") to the Equity Shareholders of **NEW HORIZON LEASING & FINANCE LIMITED** (hereinafter referred to as "Target Company" or "NHLFL"). There is no Person Acting in Concert with him.

1.2 The Acquirer has entered into a Share Purchase Agreement **["SPA"]** on August 11, 2008 to acquire an aggregate of 5,50,000 (Five Lacs Fifty Thousand Only) Equity Shares of face value Rs.10/- each fully paid-up representing 55.00% of the total equity shares of **NEW HORIZON LEASING & FINANCE LIMITED,** having its Registered office at 24/26, Cama Building, 1st Floor, Dalal Street, Fort, Mumbai - 400 001 (hereinafter referred to as **"Target Company" or "TC" or "NHLFL"**), from 16 existing shareholders of the TC as detailed in the following table. (hereinafter collectively referred to as **"Sellers"**), the sellers are part of the present promoter group, at a price of Rs. 10 (Rupees Ten Only) per fully paid up equity share (**"Negotiated Price"**) for the total consideration of Rs. 55,00,000/- (Rupees Fifty Five Lacs only) payable in cash and that resulted in triggering of SEBI (SAST) Regulations, 1997. The details of proposed acquisition of shares from various sellers are as follows:

Sr. No.	Sellers	Number of shares	% of holding
1	Mr. J.R.Shroff HUF	240000	24.00
2	Mr. Pradip R. Shroff	100	0.01
3	Mr. Thakorlal R. Shroff	1100	0.11
4	Bahl & Co. Pvt. Ltd	20000	2.00
5	Bombay Central Holding & Trading Co. Pvt. Ltd.	43800	4.38
6	Churchgate Investment & Trading Co. Pvt. Ltd.	9800	0.98
7	Cumulative Investment & Trading Co. Pvt. Ltd.	35100	3.51
8	Desai Investments Pvt. Ltd.	20000	2.00
9	Govardhan Holding & Trading Co. Pvt. Ltd.	25000	2.50
10	Guide Investments & Trading Co. Pvt. Ltd.	20000	2.00
11	Grant Holding & Trading Co. Pvt. Ltd.	20000	2.00
12	Guru Holding Pvt. Ltd.	20000	2.00
13	Mahim Holdings & Trading Co. Pvt. Ltd.	20000	2.00
14	Marine Drive Investment & Trading Co. Pvt. Ltd.	35100	3.51
15	Matunga Investments & Trading Co. Pvt. Ltd.	20000	2.00
16	Saundaraya Investment & Trading Co. Pvt. Ltd.	20000	2.00
	TOTAL	**550000**	**55.00**

***the Sellers are part of the present promoter group.**

1.3 As on the date of the public announcement the Acquirer Mr. T Rajkumar does not hold any equity shares of TC.

1.4 The Acquirer intends to make an Open Offer in terms of the SEBI (SAST) Regulations, 1997 to the shareholders of TC to acquire up to 2,00,000 equity shares of Rs. 10/- each representing 20% of the total Equity Shares (20.86% of the voting capital) of TC at a price of Rs. 10/- (Rupees Ten Only) per fully paid up equity share and Rs. 5/- (Rupees Five Only) per partly paid up equity share, payable in cash subject to the terms and conditions mentioned hereinafter, to those shareholders whose names appear on the register of members on Specified Date i.e. **September 12, 2008 (Friday).**

1.5 There are 41,200 partly paid up equity shares in the Target Company.

1.6 The shares of "TC" are at present listed on Bombay Stock Exchange Limited (BSE). The shares of the target company are infrequently traded on BSE within the meaning of explanation (i) to Regulation 20(5) of the SEBI (SAST) Regulations, 1997. The trading of the company's shares has been suspended in BSE since January 7, 2002.

In accordance with Regulation 20(5) of the SEBI (SAST) Regulations, 1997 the offer price of Rs. 10 (Rupees Ten Only) per fully paid up equity share is justified in view of the following parameters:

Negotiated Price		Rs. 10
Highest Price paid by Acquirer for acquisition, if any, including by way of allotment in a public or rights issue or preferential issue during the 26 weeks period prior to the date of PA		Not Applicable
Other Financial Parameters for calculating price as per Regulation 20(5) [Based on the audited financial data for the year ended March 31, 2008*]		
a.	Return on Net Worth (%)	(1.81)
b.	Book Value per share (Rs.)	10.25
c.	Earning per share (Rs.)	(1.85)
d.	Price Earning Multiple with reference to offer price	NA

*As per Annual Accounts of the company for the year ended March 31, 2008.

Mr. Ashvin N Damania, Chartered Accountants (Membership No. 40166) proprietor of A. N. Damania & Co. having office at 206, Brigadier Usman Marg, Ishwar Bhuvan No. 3, 2nd Floor, Room No. 19, Mumbai - 400 003, Tel No.: 022 - 2346 4011, has certified vide their certificate dated July 28, 2008 the value of the equity shares of the NHLFL. As per their report the shares have been valued after considering the pricing methodology given under erstwhile CCI guidelines and also by placing reliance on Hon'ble Supreme Court Decision in the case of Hindustan Lever Employees Union Vs. Hindustan Lever Limited (1995) reported at (83 Com Case 30).

According to the above report the fair price comes at Rs. 2.05 per fully paid-up equity share of Rs. 10 each.

The offer price of Rs. 10 in terms of Regulation 20(5) of the SEBI (SAST) Regulations, 1997 is justified.

1.7 Unpaid amount on partly paid-up shares of the Target Company is Rs. 5 per share. The difference between offer price of Rs.10 per share and unpaid amount on partly paid-up share is Rs. 5. Therefore the offer price of Rs. 5 per partly paid up equity share is justified in terms of Regulation 20(10) of the SEBI (SAST) Regulations, 1997.

1.8 The Acquirer has not acquired any equity share of TC during the past 12 months prior to the date of this Public Announcement except the shares proposed to be acquired as mentioned in para 1.2 above.

1.9 The Offer is not as a result of global acquisition resulting in indirect acquisition of the target Company.

1.10 The Offer is not subject to any minimum level of acceptance from the shareholders i.e. **it is not a Conditional Offer.**

1.11 **This is not a competitive bid.**

1.12 The Manager to the Offer i.e. Chartered Capital And Investment Limited does not hold any share in the TC as on the date of this PA. They declare and undertake that they shall not deal in the shares of the TC during the period commencing from the date of their appointment as Manager to the offer till the expiry of 15 days from the date of closure of open offer.

2. INFORMATION ABOUT THE ACQUIRER

Mr. T Rajkumar, son of Shri T A Krishnaswamy, aged about 42 years is MBA by qualification. He is residing at 705D, Avinashi Road, Coimbatore - 641 018. Tel : 0422-4322375/2222422. Fax: 0422 - 2222845

He is having a networth of Rs. 970.61 Lacs as on March 31, 2008 and is having sufficient liquid funds for discharging his part of the obligation under the offer as certified vide the certificate dated August 11, 2008 by Mr. R. Natarajan (Membership No. 024306), Chartered Accountant, Ramani's Castle, 130, Sengupta Street, Ramnagar, Coimbatore, 641 009, Tel.: 0422-2237010

He has more than 15 years experience at the management level in the textile industry. He has promoted two textile mills, viz. Sri Mahasakthi Mills Limited & Sri Arumuga Cottspin P.Ltd where he is the Chairman.

Besides he has also promoted 3 units making IMFL products Imperial Spirits P Ltd, Netravati Distilleries P Ltd and Overseas Beverages P Ltd and he is in charge of their management as Managing Director

3. INFORMATION ABOUT THE TARGET COMPANY

3.1 The Target Company i.e. **NEW HORIZON LEASING & FINANCE LIMITED**, was incorporated on April 5, 1984 with the Registrar of Companies, Maharashtra, Mumbai under the Companies Act, 1956 under the name **NEW HORIZON LEASING & FINANCE PRIVATE LIMITED** (Company Registration No. 32586). The company was converted into a Public Limited Company wef January 21, 1986 and the name of the Company was changed to **NEW HORIZON LEASING & FINANCE LIMITED.** The Shareholders of the Company at their Extra Ordinary General Meeting held on 26.04.2008 has passed the resolution to change the name of the Company from New Horizon Leasing & Finance Limited to New Horizon Industries Limited. The Company has its Registered Office at 24/26, Cama Building, 1st Floor, Dalal Street, Fort, Mumbai - 400 001, Phone No.: +91-22-6635 4905/6, Fax No. +91-22-4077 0700.

3.2 As on the date of this PA, TC has an authorized equity share capital of Rs. 2,00,00,000/- (Rupees Two Crores only) , comprising of 20,00,000 equity shares of Rs 10/- (Rupees Ten Only) and paid up capital of Rs. 97.94 lacs, comprising of 9,58,800 equity shares of Rs 10/- each fully paid up and 41,200 partly paid-up Equity Share of Rs.5/- each. The present Offer is for 2,00,000 equity shares representing 20% of the total Equity Shares (20.86% of the voting capital) of "NHLFL".

3.3 There are 41,200 partly paid up equity shares in the Target Company.

3.4 The Target Company was incorporated on 05.04.1984 to undertake business activities of leasing, hire purchase, ware housing, factoring and related activities. In the year 1986, the Company made a Public Issue of 7,60,000 shares at Rs. 10/- each. Since 1987, the Company has not undertaken any major business activities. The Shareholders of the Company at their Extra Ordinary General Meeting held on 26.04.2008 has passed the resolution to undertake the business activities in the Textile Sector.

3.5 The shares of "TC" are at present listed on Bombay Stock Exchange Limited (BSE). The shares of the target company are infrequently traded on BSE within the meaning of explanation (i) to Regulation 20(5) of the SEBI (SAST) Regulations, 1997. The trading of the company's shares has been suspended in BSE since January 7, 2002.

3.6 Based on the latest available audited accounts for the year ending 31st March, 2008, the Company does not have any Income, and has made Loss of Rs. 17.42 lacs. As at 31.03.2008, the paid up share capital was Rs. 97.94 lacs and the earning per share (EPS) was (1.85) and book value per share was Rs. 10.25.

4. REASON FOR THE ACQUISITION / OFFER

The Acquirer is interested in taking over the management and control of NHLFL. Thus substantial acquisition of shares and voting rights accompanied with change in control and management is the reason and rationale for the acquisition

4.1 The Offer to the Public shareholders of NHLFL is for the purpose of acquiring 20% of the total Equity Shares (20.86% of the voting capital) of NHLFL. After the proposed Offer, the Acquirer will achieve substantial acquisition of shares and voting rights, accompanied with effective management control over the Target Company.

4.2 The offer to the shareholders of "NHLFL" is being made in accordance with Regulation 10 and 12 of the SEBI (SAST) Regulations, 1997.

4.3 The Acquirer at present has no intention to sell, dispose of or otherwise encumber any significant assets of NHLFL in the succeeding two years, except in the ordinary course of business of NHLFL. NHLFL's future policy for disposal of its assets, if any, will be decided by its Board of Directors, subject to the applicable provisions of the law and subject to the approval of the shareholders at General Body Meeting of NHLFL.

4.4 The Acquirer would like to take over the Company and engage in the business of textile trading and packaging.

4.5 The Acquirer intends to improve the operational performance of the company and depending on the requirements and expediency of the business situation and subject to the provisions of the Companies Act, 1956, Articles of Association of TC and all applicable laws, rules and regulations, the Board of Directors of TC will take appropriate business decisions from time to time in order to improve the performance of the Target Company. The Acquirer may also change the name of the Target Company after completion of the Offer.

5 STATUTORY APPROVALS / OTHER APPROVALS REQUIRED FOR THE OFFER

5.1 As on the date of Public Announcement, to the best of the knowledge of the Acquirer, no approval from Bank / Financial Institutions is required for the purpose of this Offer.

5.2 As on the date of Public Announcement, to the best of the Acquirer's knowledge, no statutory approval is required to be obtained for the purpose of this Offer.

5.4 The open offer would be subject to all other statutory approvals that may become applicable at a later date before the completion of the open offer.

5.5 In case of delay in receipt of any statutory approval, Regulation 22(12) of SEBI (SAST) Regulations, 1997, will be adhered to, i.e. SEBI has power to grant extension of time to the Acquirer for payment of consideration to the shareholders subject to Acquirer agreeing to pay interest as directed by SEBI. Further in case the delay occurs on account of willful default or neglect or non-action by the Acquirer in obtaining the approvals, Regulation 22 (13) of SEBI (SAST) Regulations, 1997, will also become applicable.

6 DELISTING OPTION TO THE ACQUIRERS

Assuming full acceptances, the offer would not reduce the public shareholding below the minimum limit prescribed by SEBI. After this offer, public shareholding will be 25 % total number of issued shares. Hence, pursuant to this offer, the acquirer will not exercise the delisting option.

7 FINANCIAL ARRANGEMENTS

7.1 The Acquirer has adequate resources to meet the financial requirements of the Offer. The Acquirer has made firm arrangement for financial resources required to implement the Offer in accordance with the SEBI (SAST) Regulations, 1997. The acquisition will be financed through his own resources.

7.2 Assuming full acceptance, the total requirement of funds for the Offer would be Rs. 20,00,000/- (Rupees Twenty Lacs Only). The Acquirer has already made firm arrangements for the financial resources required to implement the Offer. As per Regulation 28, Acquirer has opened an Escrow Account with Corporation Bank, Ellisbridge, Ashram Road, Ahmedabad and has deposited Rs. 20 Lacs (Rs. Twenty Lacs Only), being 100 % of the amount required for the Open Offer.

7.3 The Acquirer has duly authorised M/s Chartered Capital And Investment Limited, Manager to the Offer, to realize the value of the Escrow Account in terms of the SEBI (SAST) Regulations, 1997.

7.4 The Manager to the Offer, M/s Chartered Capital And Investment Limited, hereby confirms that firm arrangements for funds and money for payment through verifiable means are in place to fulfill the Offer obligations.

8 OTHER TERMS OF THE OFFER

8.1 The Offer is not subject to any minimum level of acceptances from shareholders. i.e It is not a Conditional Offer.

8.2 Letters of Offer (hereinafter referred to as **"LOO"**) will be dispatched to all the equity shareholders (except the Acquirer and the sellers who are party to the share purchase agreement) whose names appear in Register of TC on **September 12, 2008 (Friday)** being the Specified Date. The Target Company has not admitted its Equity Shares with any Depository and hence the Equity Shares are only in Physical Form.

8.3 The Equity Shareholders (holding physical share certificates) who wish to tender their Shares will be required to send the Form of Acceptance cum Acknowledgment, Original Share Certificate(s) and transfer deed(s) duly signed to the collection center mentioned below, on or before the Close of the Offer, i.e., not later than **October 27, 2008 (Monday)** in accordance with the instructions to be specified in the Letter of Offer and in the form of Acceptance cum Acknowledgement.

Name and Address of the persons (Manager to the Offer) to whom the Shares should be sent including name of the contact person, telephone no., fax no. etc.	Working days and Timings	Mode of delivery
Chartered Capital And Investment Ltd. 711, Mahakant, Opp. V S Hospital, Ellisbridge, Ahmedabad - 380006 Tel: +91-79-2657 7571/2657 5337 Fax: +91-79-2657 5731 Contact person: Mr. Sagar Bhatt	Monday to Saturday (Except on Holidays) 11:00 A.M to 5:00 PM	By Post/ Courier/ Hand Delivery

8.4 All shareholders of the Target Company (except the Acquirer and the sellers who are party to the share purchase agreement) who own the shares any time before the Closure of the Open Offer, are eligible to participate in the Offer. Unregistered owners can send their application in writing to the Manager to the Offer, on a plain paper stating the Name, Address, Number of Shares held, Number of Shares offered, Distinctive Numbers, Folio Number, together with the original Share Certificate(s), valid Transfer Deed(s) and the original contract notes issued by the Broker through whom they acquired their Shares. No indemnity is required from the unregistered owners.

8.5 In case of non-receipt of the Letter of Offer, the eligible persons may send their consent to the Manager to the Offer, on a plain paper stating the Name, Address, Number of Shares held, Number of Shares offered, Distinctive Numbers, along with documents as mentioned above so as to reach the Manager to the Offer on or before the close of the Open Offer. i.e., **October 27, 2008 (Monday).**

8.6 In terms of Regulation 22(5A) of the SEBI (SAST) Regulations, Equity Shareholders desirous of withdrawing the acceptance tendered by them in the Open Offer, may do so up to 3 (three) working days prior to the date of closure of the Open Offer. The withdrawal option can be exercised by submitting the documents as per the instructions given below, so as to reach the Manager to the Offer at the Collection Centre mentioned above, as per the mode of delivery mentioned therein, on or before **October 22, 2008 (Wednesday).**

(i) The withdrawal option can be exercised by submitting the Form of Withdrawal, enclosed with the Letter of Offer.

(ii) In case of non-receipt of Form of Withdrawal, the withdrawal option can be exercised by making a plain paper application along with the following details:

-In case of physical shares: Name, Address, Distinctive Numbers, Folio Number, Number of Shares tendered

8.7 The Manager to the Offer will hold in trust the Shares / Share Certificates and the transfer form(s) on behalf of the Shareholders of the Target Company who have accepted the Offer, till the cheques/drafts for the consideration and / or the unaccepted Shares / Share Certificates are dispatched / returned.

8.8 If the aggregate of the valid responses to the Open Offer exceeds the Open Offer size of 2,00,000 Equity Shares of the Target Company (representing 20% of the total Equity Shares (20.86% of the voting capital) of the Target Company), then the Acquirer shall accept the valid applications received on a proportionate basis in accordance with Regulation 21(6) of the SEBI (SAST) Regulations. The market lot for the physical share is 100 (hundred) shares.

8.9 Unaccepted Share Certificates, transfer forms and other documents, if any, will be returned by Registered Post at Shareholders' / unregistered owners' sole risk to the sole / first Shareholder.

8.10 Any Shares that are the subject matter of litigation wherein the Shareholder(s) may be precluded from transferring the Shares during the pendency of the said litigation are liable to be rejected in case directions / orders regarding these shares are not received together with the Shares tendered under the Open Offer. The Letter of Offer in some of these cases, wherever possible, would be forwarded to the concerned statutory authorities for further action at their end.

8.11 Shares that are subject to any charge, lien or encumbrance are liable to be rejected.

8.12 The Acquirer and the Manager to the Offer will not be responsible in any manner for any loss of Equity Share Certificate(s) and Offer Acceptance Document(s) during transit and the Equity Shareholders of the Target Company are advised to adequately safeguard their interest in this regard.

8.13 While tendering the Shares under the Open Offer, NRIs / OCBs / FIIs if any will be required to submit the previous RBI Approvals (specific or general) that they would have obtained for acquiring the Shares of the Target Company. In case the previous RBI approvals are not submitted, the Acquirer reserve the right to reject such Shares tendered.

8.14 A schedule of activities pertaining to the Open Offer is given below:

ACTIVITY	DATE AND DAY
Specified Date	September 12, 2008, Friday
Last Date for a Competitive Bid	September 4, 2008, Thursday
Date by which Letter of Offer will be dispatched to the Shareholders	September 25, 2008, Thursday
Offer Opening Date	**October 8, 2008, Wednesday**
Last date for revising the offer price/number of shares	October 16, 2008, Thursday
Last date for withdrawal by Shareholders	October 22, 2008, Wednesday
Offer Closing Date	**October 27, 2008, Monday**
Date by which the acceptance/rejection would be intimated and the corresponding payment for the acquired shares and /or the share certificate for the rejected shares will be dispatched	November 11, 2008, Tuesday

9 GENERAL:

9.1 Shareholders who have accepted the Open Offer by tendering the requisite documents, in terms of the Public Announcement / Letter of Offer shall have the option to withdraw acceptance tendered by them upto three working days prior to the date of closure of the Open Offer, i.e upto **October 22, 2008 (Wednesday).**

9.2 If there is any upward revision in the Offer Price by the Acquirer till the last date of revision, viz., **October 16, 2008, Thursday**, or withdrawal of the Open Offer, the same would be informed by way of a Public Announcement in the same newspapers in which the original Public Announcement has appeared. The Acquirer would pay such revised price for all shares validly tendered any time during the Open Offer and accepted under the Open Offer.

9.3 **If there is a Competitive Bid:**

- The Public Offers under all the subsisting bids shall close on the same date.

- As the Offer Price can not be revised during 7 (seven) working days prior to the closing date of the Open Offers / bids (i.e. October 16, 2008, Thursday), it would therefore, be in the interest of the Shareholders to wait till the commencement of that period to know the final Offer Price of each bid and tender their acceptance accordingly.

9.4 The Acquirer, Sellers and Target Company have not been prohibited by SEBI from dealing in securities, in terms of direction issued under Section 11-B of the SEBI Act except 6 Sellers viz M/s Cumulative Investments & Trading Co. Pvt. Ltd, Desai Investments Pvt. Ltd, Mahim Holdings & Trading Co. Pvt. Ltd, Marine Drive Investments & Trading Co. Pvt. Ltd, Matunga Investments & Trading Co. Pvt. Ltd and Pradip R Shroff who had been debarred/restrained from buying/selling/dealing in securities/specified scrips directly/indirectly from 11-Feb-2004 to 10-Feb-2005.

9.5 Pursuant to Regulation 13 of the SEBI (SAST) Regulations, the Acquirer has appointed M/S Chartered Capital And Investment Limited as Manager to the Offer. This public announcement has been issued by Chartered Capital And Investment Limited (Manager to the Offer) on behalf of the Acquirer.

9.6 This Public Announcement would also be available on the SEBI's website at (http://www.sebi.gov.in/). Eligible persons to the Open Offer may also download a copy of the Letter of Offer and the Form of Acceptance cum Acknowledgement, which will be available on SEBI's website at (http://www.sebi.gov.in/) from the Offer Opening Date, i.e., **October 8, 2008, Wednesday.** The Equity shareholders may please note that the Form of Acceptance, Share Certificates/ copy of the delivery instruction slip(s) and other documents shall be sent only to the Manager to the Offer and not to the Acquirer, Target Company and Sellers.

9.7 **The Acquirer, Mr. T Rajkumar accepts full responsibility for the information contained in this Public Announcement (except for the information regarding the Target Company which has been compiled from the publicly available information) and also for the obligations of the Acquirer as laid down in the SEBI (SAST) Regulations, 1997 and subsequent amendments made thereof.**

MANAGER TO THE OFFER

Chartered Capital And Investment Ltd.
711, Mahakant, Opp. V S Hospital, Ellisbridge, Ahmedabad - 380006
Tel: +91-79-2657 7571/2657 5337 Fax: +91-79-2657 5731
Email: info@charteredcapital.net
Website: www.charteredcapital.net
Contact person: Mr. Sagar Bhatt

Place: Ahmedabad **Date: August 13, 2008**

'Sobhagya'