PUBLIC ANNOUNCEMENT TO THE EQUITY SHAREHOLDERS OF

OMEGA INTERACTIVE TECHNOLOGIES LIMITED (OITL)

Regd. Office: 1/1, Ramdas Building, 456, Kalbadevi Road, Mumbai 400 002
Tel. No. (022) 6637 9273, Fax No. (022) 6651 9003, E-mail ID: oitlnet@yahoo.co.in

This Public Announcement is being issued by Fedex Securities Limited, on behalf of Smt. Renu Soni and Smt. Kanchan Soni (hereinafter referred to as "the Acquirers") pursuant to and in compliance with Regulations 10 & 12 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations 1997[hereinafter referred to as "the Regulations"] and subsequent amendments thereto.

1.The Offer

1.1 This Offer is in compliance with Regulations 10& 12 of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations 1997 and subsequent amendments thereof (hereinafter referred to as the "Regulations").

1.2 Smt. Renu Soni residing at 202, Om Viraj, V.P. Road, Pali Ram Road, Andheri (West), Mumbai 400 058 (Tel No. (022) 26256714, E mail ID: renumsoni@gmail.com) & Smt. Kanchan Soni residing at 504, Om Viraj, V.P. Road, Pali Ram Road, Andheri (West), Mumbai 400 058 (Tel No. (022)2625 6715, Email id: kanchansoni@gmail.com) (hereinafter referred to as "the Acquirers") are making an Open Offer to the public Shareholders (i.e. Shareholders other than the Acquirers, promoter group Shareholders of OITL and parties to the Agreement) of Omega Interactive Technologies Limited ("OITL", "the Target Company") to acquire 10,00,000 Equity Shares of Rs. 10/- each representing 20% of issued, subscribed, paid up and voting Capital of OITL. The Offer is at a price of Rs. 7/25 (Rupees Seven & Paise Twenty five only) per Equity Share fully paid up ("the Offer Price"), payable in cash ("the Offer"), subject to the terms and conditions mentioned hereinafter. There are no partly paid Shares.

1.3 There are no Persons acting in Concert (PAC) with the Acquirers.

1.4 The Acquirers presently do not hold any Equity Shares of OITL. However, Smt. Renu Soni and Smt. Kanchan Soni had on 25-09-2009 acquired controlling interest in Malvern Trading Private Limited, a Company promoted by the present promoters of OITL and a promoter group Company which holds 6,97,400 Equity Shares in OITL, constituting 13.95% of the paid up and listed Capital, thus acquiring indirectly 13.95% of the listed capital. The Acquirers have entered into Share Purchase Agreement ("Agreement"), on 25-09-2009 with Shri. A. George Thomas, residing at 5, Ashoka Apartments, 28th Road, TPS-111, Bandra West, Mumbai 400 050, (Tel No. (022) 2640 6698, Fax No.(022) 66519003, E Mail Id: oitlnet@yahoo.co.in) and Shri. Dharam Vakharia, residing at 3, Bungalows, J.V. Road, Ghatkopar, Mumbai 400 086 (Tel No. (022) 2510 6234, Fax No. (022) 66519003, E Mail Id: oitlnet@yahoo.co.in) promoters / promoter group shareholders of OITL to acquire 1,52,700 Equity shares, each fully paid up, representing 3.054% of the present voting capital of the Target Company, at a price of Rs.6/- (Rupees Six only) per Share for cash consideration. This Agreement has necessitated the Open Offer in terms of Regulation 10 and 12 of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations 1997. The Offer is subject to the provisions of the Companies Act 1956, SEBI (SAST) Regulations as amended and listing agreement of the Target Company with the Stock Exchanges and other applicable Laws and Regulations in force.

1.5 **The major terms and conditions of the Agreement are** (i) The Acquirers, through a Merchant Banker, shall ensure compliance of SEBI Regulations (Defined as "SEBI (Substantial Acquisition of Shares and Takeovers) Regulations 1997 as amended") (ii) Within seven working days of issuance of a Certificate by the Merchant Banker certifying the fulfillment of all obligations by the Acquirers of the SEBI Regulations, Delivery instructions to the Depository Participant shall be delivered to the DP for transfer of the Shares in favor of the Acquirers. (iii) Within seven working days of the issuance of Certificate of completion of formalities of SEBI Regulations by the Merchant Banker under Regulation 23(6) of Takeover Regulations, the promoters of the Target Company shall secure the resignation of the Directors representing the promoter group from the Board of the Target Company and in places thereof shall ensure the appointment of nominees of the Acquirers. The said change in Board in favor of Acquirers/Transfer of control in favor of Acquirers shall be subject to compliance with Regulation 22(7) of Takeover Regulations (iv) In case of non-compliance with any of the provisions of the Takeover Regulations, the Agreement for acquisition of Shares and change in control shall not be acted upon by the sellers or the Acquirers. (v) The consideration for the Equity Shares have already been paid by Cheque payable at Mumbai.

1.6 The consideration shall be paid in cash.

1.7 The Offer is not conditional on any minimum level of acceptance.

1.8 This is not a competitive bid.

1.9 The Acquirers will comply with the Regulations and complete the offer formalities irrespective of the compliance or fulfillment or outcome of the Share Purchase Agreement or its related conditions.

1.10 Fedex Securities Limited, Manager to the Offer does not hold any Equity Shares in the Target Company. They declare and undertake that they shall not deal in the Shares of the Target Company during the period commencing from the date of their appointment as Manager to the Offer till the expiry of fifteen days from the date of closure of the Offer.

1.11 There is no agreement by the Acquirers with any other person/entity in connection with the Offer. The entire Shares proposed to be acquired under this Offer will be acquired by the Acquirers and no other person/entity proposes to take part in the acquisition. The quantum of Equity Shares proposed to be acquired by each of the Acquirers has not been decided yet.

1.12 The Equity Shares of the Target Company are listed at Bombay Stock Exchange Ltd, Mumbai (BSE) and The Cochin Stock Exchange Ltd (CSE). The Shares are not admitted as permitted Security in any other Stock Exchange.

1.13 As on date of this Public Announcement, one of the Acquirers hold controlling interest in Malvern Trading Private Limited, which holds 6,97,400 Equity Shares of OITL. The Equity Shares of Malvern Trading Pvt. Ltd, was acquired from the promoters of OITL on 25-09-2009, and as per the valuation by Alok K Saksena (Membership No. 35170), Desai Saksena & Associates, Chartered Accountants, Laxmi Building, 1st Floor, Sir P M Road, Mumbai 400 001, the Equity Shares of OITL held by Malvern Trading Pvt. Ltd have been valued at Rs. 4/15 per share, for the purpose of acquisition of Shares of Malvern.

2. Justification of Offer Price

2.1 The Acquirers have not been allotted any Equity Shares of OITL by way of allotment in a Public or Rights issue or preferential allotment in the 26 weeks preceding this Public announcement. In the 26 weeks preceding this Public Announcement, the Acquirers have indirectly acquired 6,97,400 Equity Shares of OITL and as per valuation, the price of Equity Shares of OITL for the purpose of the indirect acquisition is Rs. 4/15 per Equity Share. The Equity Shares of OITL were not infrequently traded in terms of Explanation (i) to Regulation 20 (5) of SEBI (SAST) Regulations 1997 during the 6 months preceding the month in which this Public Announcement is made (i.e. during the months March 2009 to August 2009) at BSE as the traded volume is 1,88,486 Shares constituting 7.54% of the listed Capital. The Offer Price of Rs. 7/25 is higher than the average of the weekly high and low of the closing prices of OITL in the preceding 26 weeks from the date of this Public Announcement and is also higher than the average of the daily high and low of the traded prices during the 2 weeks preceding this Public Announcement at BSE. As regards the CSE, the Equity Shares were infrequently traded in terms of Explanation (i) to Regulation 20 (5) and the offer price has been determined taking into account the parameters as set out under Regulations 20 (5) viz. Book Value, EPS, Return on Net worth, price paid by the Acquirers for acquisition through the Agreement, Value of Shares for the indirect acquisition (of holding Company), Fair Value as per decision of Supreme Court in HLL Vs. Employees Case etc.

2.2 In the opinion of the Acquirers and Manager to the Offer, the Offer price of Rs. 7/25 per fully paid Equity Share is justified.

2.3 There is no agreement for payment of non-compete fee to any person.

2.4 The Offer price is justified in terms of Regulation 20 (11) of the Regulations.

2.5 In the event of any further acquisition of Equity Shares by the Acquirers upto 7 working days prior to the closure of the Offer at a price higher than the Offer Price, then the Offer price will be revised upwards to be equal to or more than the highest price paid for such acquisition. However, the Acquirers shall not be acquiring any Equity Shares of OITL during the period of 7 working days, prior to the date of closure of the Offer.

3.Information about the Acquirers

3.1 The Acquirers are Smt. Renu Soni & Smt. Kanchan Soni, Individuals

3.2 Smt. Renu Soni, W/o. Maheshkumar Soni, B.A. aged 39 years residing at 202, Om Viraj, V P Road, Pali Ram Road, Andheri (West), Mumbai 400 058. She is a housewife and is experienced in Investments and trading in Shares and Securities. She is a Director in Karan Corporate Services Pvt. Ltd. & Malvern Trading Pvt. Ltd Smt. Kanchan Soni, aged 29 years, residing at 504, Om Viraj, V P Road, Pali Ram Road, Andheri (West), Mumbai 400 058 is an undergraduate and has experience in Investments and trading in Shares and Securities. She is a Director in Malvern Trading Private Limited.

3.3 There is no person acting in concert with the Acquirers.

3.4 Acquirers have not promoted any listed Company. Smt. Renu Soni is promoter of Karan Corporate Services Pvt. Ltd, a Company incorporated on 18.06.2009 which is yet to commence any activity. Further both the acquirers have acquired Malvern Trading Private Ltd, on 25-09-2009 from the present promoters of OITL.

3.5 Among the Acquirers, Smt. Renu Soni is a Director in the Target Company and thus represent the Acquirers. She shall recuse herself and not participate in any matter(s) concerning or 'relating' to the offer including any preparatory steps leading to the offer.

3.6 There are no pending litigations against the Acquirers.

3.7 The Acquirers, Companies/ventures promoted by them or in which they have substantial interest or in which they are Directors are not registered with SEBI as a market intermediary.

3.8 No action has been taken by SEBI or Stock Exchanges against the Acquirers or ventures promoted by the Acquirers or in which they are Director(s).

4 . Information about the Target Company

4.1 OITL was originally incorporated under the Companies Act, 1956 as a private limited Company in the name and style "Fiduciary Capital & Financial Services Private Limited" on 22.03.1994, at Mumbai, Maharashtra State. Pursuant to Special Resolution adopted by members, the Company was converted public and fresh certificate obtained from Registrar of Companies, Mumbai on 02-09-1994. OITL made its initial public offer of Equity Shares in November 1994 and got its Equity Shares listed at CSE & BSE. The name was further changed to "Omega Interactive Technologies Ltd" pursuant to Special Resolution adopted by members and fresh certificate consequent to change of name was issued by Registrar of Companies, Mumbai on 20-08-1998.

4.2 The Registered Office of OITL is at 1/1, Ramdas Building, 456, Kalbadevi Road, Mumbai 400 002 (Tel. No. (022) 6637 9273, Fax No. (022) 6651 9003, E-mail ID: oitlnet @yahoo.co.in)

4.3 OITL does not have any other office.

4.4 OITL is promoted by Shri. George Thomas and Shri. Dharam Vakharia.

4.5 The Fixed Assets held by OITL are Furniture and Fixtures, Computers, Office Equipments and Motor vehicles.

4.6 The Directors of OITL are Shri. George Thomas (Chairman and Managing Director), Shri. Dharam Vakharia (Whole time Director), Smt. Renu Soni (Non executive, Independent), Shri. Krishan Kumar Rathi (Non Executive, Independent) and Shri. Rajesh Navathe (Non Executive, Independent).

4.7 None of the Directors of OITL represent the Acquirers.

4.8 The Authorized Capital of OITL is Rs. 510 Lacs, divided into 51,00,000 Equity Shares of Rs. 10/- each .The paid up Equity Share Capital is 50,00,000 Equity Shares of Rs. 10/- each aggregating Rs. 500.00 Lacs. All the outstanding Equity Shares are fully paid up. All the Equity Shares are listed and admitted for trading.

4.9 There are no warrants or options or convertible instruments, convertible into Equity Shares at a later stage.

4.10 As on date of this Public Announcement, the promoters/persons in control hold 2,05,000 Equity Shares, constituting 4.10% of the voting Capital.

4.11 OITL has signed agreements with NSDL and CDSL for offering Shares in dematerialized form. The ISIN Number is INE 113B01011. The Marketable lot for the Shares of OITL for the purpose of this Offer shall be 1 (one only).

4.12 OITL has, as its main objects, "to carry on the business of merchant banking in all its aspects, whether by way of public offer or otherwise, of shares, stock, debentures, bonds units, participation certificates, deposits etc. To act as financial consultants, as agents of and as dealers for business, advisors and counselors for investment in capital markets, to underwrite or sub underwrite security offerings, manage portfolio investments, to provide financial and investment assistance, to negotiate loans of every description, to discount or arrange and negotiate international export credits, import credits etc., to give advice on offers, takeover bids, acquisitions, amalgamations etc., to provide all types of financial services, consultancy services etc." the members of OITL, vide Special Resolution dated 25-05-1998 resolved to amend the Objects incidental to the attainment of Main Objects by including activities relating to Information Technology and related activities, IT Enabled services, Computers and peripherals, Computer education, training etc."

4.13 OITL is presently engaged in IT Enabled services and executes jobs in the space of content generation and verification. However, the activity is at present very low.

4.14 OITL has one wholly owned Subsidiary Company, Mykindasite International Private Limited (MIPL), incorporated on 23-12-1999 in the name and style "Omega Portals Private Limited" in the State of Maharashtra. The name of the Company was changed to MIPL on 24-07-2001. MIPL was incorporated with the object of setting up an Educational Portal but does not have any activity now. As per audited results for the year ended 31.3.2009, MIPL had a gross income of Rs. Nil, gross expenses of Rs. 40.41 Lacs of which Rs. 0.15 Lacs is administrative expenses and Rs. 40.26 Lacs is depreciation charges. The Net Loss for the year was Rs. 40.41 Lacs. As on 31.3.2009, the Paid Up capital is Rs. 500.02 Lacs and accumulated losses Rs. 560.75 Lacs.

4.15 OITL is not a Sick Company. OITL does not have any overdue liabilities to Banks/FIs.

4.16 There has not been any merger or demerger or spin-off of activity in the preceding 3 years.

4.17 There are no pending litigations against OITL.

4.18 OITL was registered as a Non Banking Finance Company (NBFC) with Reserve Bank of India vide Registration No. 13.00062 dated 24th February 1998. However, since commencement of Information Technology related activities in 1998 OITL is not carrying out any NBFC activity. However, OITL does not have any record regarding deregistration as an NBFC with RBI. OITL was also registered with SEBI as a Category I Merchant Banker vide Certificate of Registration No. INM000004737 dated August 11, 1994 but at present is not registered with SEBI.

4.19 The Equity Shares of OITL are listed at BSE and CSE. The Shares are not admitted as a permitted security at any other Stock Exchange. All the outstanding issued Equity Shares of OITL are listed and admitted for trading. There are no partly paid Equity Shares or outstanding warrants or options or similar instruments, convertible into Equity Shares at a later stage. No Shares are subject to lock in.

4.20 OITL has no arrears of listing fee to BSE. As regards CSE has not paid listing fee to CSE for last several years but no action is taken so far by CSE. No action has been taken by the Stock Exchanges, SEBI or any other authority against OITL, its promoters or Directors.

4.21 OITL is complying with Clause 49 of the Listing Agreement.

4.22 The filing of returns under Chapter II of SEBI (SAST) Regulations viz. Reg. 6(2) & 6(4) for 1997 was filed late, on 27.05.1997 and under Reg. 8(3) for 1998 was filed late on 27.05.1998. Returns under Reg. 8(3) for the years 1999 to 2009 were filed in time. For non compliance with filing requirements under Reg. 6 & Reg. 8 by the Target Company, SEBI may initiate suitable action in terms of the Regulations and provisions of the SEBI Act. The promoters of OITL have filed returns under Reg. 6(1) and 6(3) for the year 1997 & Reg. 8(1) & 8(2) for the years 1998 to 2009 in time. SEBI, had, vide reference No. CFD/DCR/RC/TO/13060/04 dated July 23, 2004, sent a letter to OITL for non filing of returns under Reg. 6(2) & 6(4) for 1997 and 8(3) for 1998 and 2000, suggesting penalty of Rs. 1.00 Lac on consent terms. In reply, vide letter dated August 3, 2004, OITL has, inter alia, stated that it has complied with the filing requirements for the said years and has sought a lenient view.

4.23 As per the Audited results as on 31.03.2009, OITL had Gross Income (entirely from Income from operations) of Rs. 1.03 Lacs. The total expenditure was Rs. 1.73 Lacs, comprising of administrative expenses Rs.1.35 Lacs and Depreciation of Rs. 0.38 Lacs. The Net Loss after tax for the year was Rs. 0.70 Lacs. The EPS for the year is negative at Rs - 0.14. The Accumulated Losses Reserves and Surpluses as on 31.3.2009 is Rs.158.83 Lacs. The Net Worth as on 31.03.2009 is Rs. 658.83 Lacs giving the Equity Shares a Book Value of Rs. 13.18. The Return on Net Worth for the year ended 31.03.2009 is negative.

4.24 The Compliance Officer of OITL is Shri. Dharam Vakharia, Wholetime Director (Tel No. (022) 2510 6234, Fax No. (022) 66519003, E Mail Id: oitlnet@yahoo.co.in) who will be available at the Registered Office address of OITL and shall attend to all investor grievances.

5.Reasons for the Acquisition and Offer and future plans with respect to the Target Company

5.1 The objects of the acquisition are substantial acquisition of Shares of OITL followed by change in control. The Acquirers are proposing to acquire control from the present promoters.

5.2 Barring unforeseen circumstances, the Acquirers are confident of ensuring sustained growth. OITL is presently engaged in IT and IT enabled services. MIPL, its wholly owned Subsidiary wherein there is significant investment, presently do not have any activity. OITL has not been performing well for several years. The level of activity of OITL is insignificant and has been returning losses. The Subsidiary too is incurring losses. The Acquirers propose to continue with the existing activities. The Acquirers propose to induct experienced hands from the IT and IT enabled sectors and thoroughly revamp the business operations. The Acquirers are confident of utilizing their contacts to revive OITL and ensure steady business and growth.

5.3 The Offer will result in change in control of OITL. Subject to satisfaction of the provisions under the Companies Act, 1956 and/or any other Regulation(s), the Acquirers intend to make changes in the management of OITL. It is proposed to induct new Directors representing the Acquirers on the Board of OITL but the Acquirers are yet to decide on the name of the persons who will be so inducted to the Board. The likely changes in the management/taking control by the Acquirers shall be subject to successful completion of the Open Offer formalities, including despatch of consideration for the Shares accepted and shall be subject to compliance with Regulation 23(6) of the Regulations.

5.4 The Acquirers do not have any plans to dispose off or otherwise encumber any assets of OITL in the succeeding two years from the date of closure of the Offer, except in the ordinary course of business as may be permissible. They undertake that he shall not sell, dispose of or otherwise encumber any substantial assets of the Target Company except with the prior approval of the shareholders.

5.5 There is no potential conflict of interest between the Target Company and the Acquirers as well as other Companies/ventures promoted by the Acquirers.

6.Statutory Approvals/ other approvals required for the Offer

6.1 As on the date of this Public Announcement, no approvals are required to acquire the Equity Shares that are tendered pursuant to the Offer. However, the Offer would be subject to all statutory approvals that may become applicable at a later date.

6.2 Barring unforeseen circumstances, the Acquirers would endeavor to obtain all approvals within 15 days from the date of closure of the Offer. In terms of Regulation 22(12) of the Regulations, in the case of non-receipt of statutory approvals, SEBI has the power to grant extension of time for the purpose of making payment subject to, the Acquirers agreeing to pay interest to the Shareholders for delay beyond 15 days from the date of closure of Offer. In case the Acquirers fails to obtain requisite statutory approvals in time, on account of any willful default or neglect or inaction or no-action, then action in terms of Regulation 22(13) will be initiated by SEBI.

6.3 No approval is required to be obtained from Banks/Financial Institutions for the Offer.

6.4 OITL was registered with Reserve Bank of India as a Non Banking Finance Company (NBFC). However, OITL discontinued NBFC activities but deregistration with RBI is apparently not done. In view of this, the acquisition of Shares and taking control by the Acquirers is subject to regulations by Reserve Bank of India governing Non Banking Finance Companies (NBFCs). Reserve Bank of India has , vide circulars DNBS (PD) CC No. 11/02.01/99-2000 dated November 15, 1999, paragraph A (5) (iii) Of Circular DNBS (PD) CC No. 12/02.01/99-2000 dated January 13, 2000 and paragraph 2(ii) of Circular DNBS (PD) CC No. 63/02.02/2005-06 and circular DNBS (PD) CC No. 81/03.02.02/2006-07, stipulates that change in management of NBFCs and transfer of Shares to a new promoter shall be subject to the Acquirer and the Company making a public announcement and that the transfer of Shares and change in management shall not be effected earlier than 30 days from the date of such Public announcement. The Acquirers undertake that they shall comply with the stipulation of making a public announcement as aforesaid, jointly with the Target Company and undertakes that they transfer to themselves the Equity Shares covered under the Share Purchase Agreement as well as open offer only after 30 days of such Public Announcement. The Acquirers also undertake that they or their nominees shall not take control of the Board of Directors of OITL before expiry of 30 days from the date of the aforesaid public announcement. Further, OITL has not been complying with the various stipulations by RBI governing NBFCs and had not been filing returns as stipulated by RBI. In view of this, the continuance of registration as an NBFC by RBI is not likely. However, the Acquirers do not intend to carry out any NBFC activities in OITL and proposes to get OITL deregistered with RBI, if not already done.

7.Option to the Acquirers in terms of Regulation 21(2) / Compliance with Clause 40A of the Listing Agreement

7.1 The acquisition of 20% of the voting capital of OITL under this Offer and the Shares being acquired through the Share Purchase Agreement will not result in public Shareholding falling below the level required for continued Listing. Assuming full acceptance under this Offer, the post offer holding of the Public shall be 62.998% of the paid up, voting and listed Capital. If consequent to the Shares being acquired through the Share Purchase Agreement, this offer and any further acquisitions by the Acquirers till 7 days prior to closure of the Offer, the public holding falls below the level required for continued listing, then the Acquirers/ Target Company will comply with the relevant provisions of Clause 40A of the listing agreement in this regard, within the time limits stipulated therein. The Acquirers undertake and declare that they do not have any intention to delist the Equity Shares of Target Company after this Open Offer.

8. Financial Arrangements

8.1 The Acquirers have adequate resources to meet the financial requirements of the Offer. The funds requirements will be met from own sources/Net Worth and no borrowings from Banks/FIs or Foreign sources such as NRIs is envisaged.

8.2 Assuming full acceptance, the total funds requirements to meet this Offer is Rs. 72,50,000/- (Rupees Seventy Two Lacs fifty thousand only). In accordance with Regulation 28 of the SEBI (SAST) Regulations, the Acquirers have created an Escrow Account in the form of Deposit for Rs.18, 15,000/- (Rupees Eighteen Lacs Fifteen thousand only), which is more than 25 % of the total consideration payable under the Offer, with Axis Bank Ltd, New Marine Lines, Mumbai MH Court Chambers, 35, Sir Vithaldas Thakeray Marg, New Marine Lines, Mumbai 400 020 on September 26, 2009 and lien has been marked on the said account in favor of Fedex Securities Ltd., Manager to the Offer.

8.3 The Acquirers have authorized Fedex Securities Ltd., Managers to the Offer to realize the value of the Escrow Account in terms of the Regulations.

8.4 As per Certificates dated 12-09-2009, from Shri. Alok K Saksena (Membership No.35170), Chartered Accountants, Laxmi Building, 1st Floor, Sir P M Road, Mumbai 400 001 (Tel. No. (022) 6626 1600, Fax No. (022) 6626 1617, Email ID: dsacas@eth.net), the Net worth of Smt. Renu Soni as on 11-09-2009 is Rs. 112.45 Lacs & that of Smt. Kanchan Soni Rs.46.00 Lacs.

8.5 Shri. Alok K Saksena (Membership No.35170), Chartered Accountants, Laxmi Building, 1st Floor, Sir P M Road, Mumbai 400 001(Tel. No. (022) 6626 1600, Fax No. (022) 6626 1617, Email ID: dsacas@eth.net) has, vide his Certificate dated 12-09-2009 certified that the Acquirers have adequate liquid resources to meet the funds requirements of the Offer. The liquid resources available with the Acquirers to meet the funds requirements for the Offer, for the Shares being acquired through SPA and expenses of this Offer are balance in Savings/Current account Rs. 3.49 Lacs, Quoted Investments Rs. 106.64 Lacs and other liquid resources such as PPF, Cash on hand Rs. 3.65 Lacs. The total liquid resources is Rs. 113.78 Lacs.

8.6 Fedex Securities Limited, Manager to the Offer certify and confirm that firm arrangements for funds and money for payment through verifiable means are in place to fulfill the Offer obligations.

9. Other terms of the Offer

9.1 This is not a conditional Offer and there is no stipulation as to the minimum level of acceptance.

9.2 The Letter of Offer shall be mailed to all shareholders/ beneficial owners holding Shares in dematerialized form (except the Acquirers, parties to the Agreement and promoter group Shareholders of OITL) whose name appear in the Register of Target Company as on Friday, Friday, October 23, 2009, the Specified Date.

9.3 All shareholders/ beneficial owners holding Shares in dematerialized form (except the Acquirers & parties to the Agreement) who own Shares of Target Company anytime before the closure of the Offer are eligible to participate in the Offer.

9.4 Shareholders holding Shares in physical form and wishing to tender their Equity Shares will be required to send their form of acceptance, original Share certificates and transfer deeds to the Registrar to the Offer: M/s. Sharex Dynamic (India) Pvt. Ltd., 17/B, Dena Bank Building, 2nd Floor, Horniman Circle, Fort, Mumbai 400 001 (Tel. Nos. (022) 22702485 / 22641376, Fax. No. (022) 22641349, Email: sharexindia@vsnl.com) **(Contact person: Shri. B S Baliga)** either by hand delivery or by Registered Post, to reach them on or before the closure of the Offer, i.e. Wednesday, December 9, 2009 in accordance with the instructions specified in the Letter of Offer and in the Form of Acceptance. In case the Share Certificate(s) and Transfer Deeds are lodged with OITL/its Share Transfer Agent for transfer and have not been received back, then the acceptance shall be accompanied by (i) The Share Transfer Deed(s) and (ii) The acknowledgement of the lodgment with, or receipt issued by OITL/its transfer agents for the Share Certificate(s) so lodged. Where the Transfer Deeds are signed by a constituted Attorney, a certified copy of the Power of Attorney shall also be lodged. In the case of body corporate/limited Companies, certified copy of the Memorandum & Articles of Association and copy of the Board Resolution authorizing the signatory, shall also be sent.

9.5 Beneficial owners (holders of shares in Dematerialized Form) who wish to tender their shares will be required to send their Form of Acceptance-cum -acknowledgement along with a photocopy of the delivery instructions in "Off -market" mode or counterfoil of the delivery instruction in "Off -market" mode, duly acknowledged by the Depository Participant (DP) in favor of a Special Depository account to be opened by the Registrar to the Offer, in accordance with instructions to be specified in the Letter of Offer and in the Form of Acceptance-cum -acknowledgement.

9.6 Accidental omission to despatch the Letter of Offer to any person will not invalidate the Offer in any way. In case of non-receipt of the letter of Offer, the eligible person(s), holding Equity Shares of OITL in physical form, may send his/her/their consent on plain paper stating the name, address, number of Shares held, distinctive numbers, certificate numbers and the number of Equity Shares Offered along with the Share certificates, duly signed transfer forms and other required documents to the Registrar to the Offer before the closure of the Offer.

9.7 In case of non receipt of the Letter of Offer, beneficial owners holding Equity Shares in dematerialized form, may send their applications 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 photocopy of the delivery instruction in "Off-market", or counterfoil of the delivery instruction in Off -market" mode, duly acknowledged by the DP, in favor of the special depository account, so as to reach the Registrar to the Offer on or before the closure of the Offer.

9.8 Persons who hold Equity Shares of OITL on the Specified Date but who are not registered as Shareholders/beneficial owners, on the Specified Date are also eligible to participate in the Offer. All such persons should send their applications in writing to the Registrar to the Offer along with necessary proof of ownership and other documents as specified in (f) or (g) above. All eligible Shareholders, including unregistered Shareholders have the option of applying in plain paper and they shall furnish the details listed above.

9.9 The Form of acceptance and other documents required to be submitted, herewith, will be accepted by Registrar to the Offer, Sharex Dynamic (India) Pvt. Ltd., 17/B, Dena Bank Building, 2nd Floor, Horniman Circle, Fort, Mumbai 400 001 (Tel. Nos. (022) 22702485 / 22641376, Fax. No. (022) 22641349, Email: sharexindia@vsnl.com) **(Contact person: Shri. B S Baliga)** between 10 a.m. to 4 p.m. on working days and between 10. a.m. to 2 p.m. on Saturdays, during the period, the Offer is open.

9.10 The Public Announcement, Letter of Offer, the Form of Acceptance and Form of Withdrawal will also be available on the SEBI website: www.sebi.gov.in. In case of non-receipt of the Letter of Offer, all Shareholders including unregistered Shareholders, if they so desire, may download the Letter of Offer, the Form of Acceptance or Form of Withdrawal from the SEBI website for applying in the Offer or to withdraw from the Offer.

9.11 Unregistered owners and those who hold Shares in Street Name can send their 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, distinctive numbers, folio numbers together with the original share certificate(s) valid transfer deeds and the original contract notes issued by the SEBI Registered Broker through whom they acquired their shares. No indemnity is required from the unregistered owners.

9.12 The Shares to be acquired should be free from all liens, charges and encumbrances, and will be acquired together with all rights attached thereto.

9.13 The acceptance of this Offer by the Shareholders of OITL must be absolute and unqualified. Any acceptance to this Offer which is conditional or incomplete in any respect will be rejected without assigning any reason whatsoever.

9.14 The Acquirers shall accept all valid Shares tendered (except those, which are withdrawn, within the date specified for withdrawal). If the number of Equity Shares Offered by the Shareholders is more than the Offer size, then the acquisition from each Shareholder will be as per Regulation 21 (6) of the SEBI (SAST) Regulations, on proportionate basis.

9.15 In case of acceptance on proportionate basis, the unaccepted Share Certificates, Transfer deeds and other documents, if any, will be returned by Registered Post at the Share holder's / unregistered holder's sole risk as per the details furnished in the form of acceptance-cum-acknowledgement. Shares held in demat form to the extent not accepted will be returned to the beneficial owner to the credit of the beneficial owner's DP Account with the respective DP as per the details furnished by the beneficial owner in the form of acceptance cum acknowledgement.

9.16 Consideration for Equity Shares accepted will be paid as given hereinafter: Acceptors of this Offer, having their Bank accounts at any of the Centres where Clearing Houses are managed by the Reserve Bank of India (RBI) will get payment of consideration through Electronic Credit Service (ECS), except where the acceptor is otherwise eligible to get payments through direct credit or Real Time Gross Settlement (RTGS). In case of other applicants, the consideration of value up to Rs. 1,500/- will be despatched "Under Certificate of Posting" and those of Rs. 1,500 and above by Registered Post or Speed Post, by Demand Drafts/Banker's Pay Order. Acceptors to whom payments are made through ECS/RTGS will be sent a letter (Payment advice) "Under Certificate of Posting" intimating them about the mode of credit/payment within 15 days from the date of closure of the Offer. The Registrars to the Offer shall ensure despatch of Consideration/payment advice, if any, "Under Certificate of Posting" or Registered Post or Speed Post or Electronic Clearing Service or Direct Credit or RTGS, only in the name of the Sole or First shareholder and all communication will be addressed to the person whose name appears on Acceptance Form within 15 days of the date of Closure of the Offer and adequate funds for making payments as per the mode(s) disclosed above shall be made available to the Registrar by the Acquirers. Tax at applicable rate(s) will be deducted, in those cases where Tax Deduction at Source (TDS) is applicable.

9.17 The Equity Shares Certificate(s) and the transfer form(s) or Shares transferred to the Special Depository Account together with the Acceptance Form submitted by the acceptors of the Offer, will be held by the Registrars in trust for the acceptors of the Offer until the Acquirers pay the Offer Price.

9.18 Shareholders who are desirous of withdrawing their acceptances tendered in the Offer can do so upto three working days prior to the date of closure of the Offer, in terms of Regulation 22(5A). The Withdrawal option can be exercised by submitting the Form of Withdrawal attached to the Letter of Offer duly filled in, with relevant particulars, so as to reach the Registrar to the Offer on or before Friday, December 4, 2009

9.19 The Withdrawal option can be exercised by making an application on plain paper along with the following details:

a. Name, Address, Distinctive numbers, Folio nos., No. of Shares tendered/ withdrawn, if held in physical form

b. Name, Address, DP Name, DP ID, Client ID No. of the Account from where Shares were tendered and number of Shares tendered/withdrawn, if held in electronic form (dematerialized form)

9.20 The Shares withdrawn by Shareholders, which are in physical form will be returned by Registered Post. Shares tendered in dematerialized form and withdrawn will be returned by credit to the beneficial owner's DP Account with the respective DP as per the details furnished by the beneficial owner in the form of acceptance cum acknowledgement.

9.21 The schedule of the activities pertaining to the Offer are given below: -

Activity	Date
Public Announcement (PA)	Wednesday, September 30, 2009
Specified date	Friday, October 23, 2009
Last date for a competitive bid	Wednesday, October 21, 2009
Letter of Offer to be posted to shareholders	Friday, November 13, 2009
Date of opening of the Offer	Friday, November 20, 2009
Last date for withdrawing acceptance from the Offer	Friday, December 04, 2009
Date of closing of the Offer	Wednesday, December 09, 2009
Last date for revising the Offer price/ number of shares.	Monday, November 30, 2009
Last date of communicating rejection/ acceptance and payment of consideration for applications accepted	Thursday, December 24, 2009

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 owners (registered or unregistered) of Shares of Omega Interactive Technologies Limited anytime before the closure of the Offer, are eligible to participate in the Offer

10. General

10.1 Shareholders who have accepted the Offer by tendering the requisite documents, in terms of the Public announcement / Letter of Offer, can withdraw the same, upto 3 working days prior to the date of closure of the Offer i.e. on or before Friday, December 4, 2009

10.2 The Acquirers can revise the number of Shares and price offered under this Offer upto 7 working days prior to closure of the Offer and revision, if any, in the number of Shares or Offer price would appear in the same newspapers where this Public Announcement appeared and the same price would be paid to all shareholders who tender their shares in the Offer, during the Offer period. The last date for such revision is Monday, November 30, 2009.

10.3 If there is competitive bid, the public Offers under all the subsisting bids shall close on the same date.

10.4 As the Offer price cannot be revised during 7 working days prior to the closing date of the Offers / bids, it would, therefore, be in the interest of shareholders to wait till the commencement of that period to know the final Offer price of each bid and tender their acceptance accordingly.

10.5 Pursuant to Regulation 13 of the Takeover Regulations, the Acquirers has appointed Fedex Securities Ltd., 3rd Floor, Jay Chambers, Service Road, Adj. Western Express Highway Vile Parle (East), Mumbai 400 057 as Manager to the Offer. The contact person at the office of the Manager to the Offer is Mr. R. Ramakrishnan. (Telephone Nos. (022) 26136460/61, Fax No. (022) 2618 6966, E mail Id : fedex@vsnl.com)

10.6 The Acquirers have appointed M/s. Sharex Dynamic (India) Pvt. Ltd., 17/B, Dena Bank Building, 2nd Floor, Horniman Circle, Fort, Mumbai 400 001 as Registrar to the Offer.

10.7 The Acquirers, the Target Company, its promoters and/or Directors have not been prohibited by SEBI, from dealing in securities, in terms of direction issued u/s 11B of SEBI Act or under any of the Regulations made under the SEBI Act.

10.8 The Acquirers jointly and severally accepts full responsibility for the information contained in this Public Announcement and also for the obligations of the Acquirers, laid down in SEBI (Substantial Acquisition of Shares and Takeovers) Regulations 1997 and subsequent amendments thereof.

ISSUED BY THE MANAGER TO THE OFFER

FEDEX SECURITIES LIMITED

FEDEX SECURITIES LIMITED
SEBI Regn. No. INM 000010163
3rd Floor, Jay Chambers, Service Road,
Adj. Western Express Highway
Vile Parle (East), Mumbai 400 057
Tel. Nos. (022) 26136460/61,
Fax No. (022) 2618 6966,
E Mail ID: fedex@vsnl.com
Contact Person: Mr. R. Ramakrishnan

On behalf of the Acquirers

Smt. Renu Soni & Smt. Kanchan Soni

Place : Mumbai
Date : September 29, 2009