

DETAILED PUBLIC STATEMENT IN TERMS OF REGULATION 13(4) READ WITH REGULATION 15 (2) OF  
THE SECURITIES AND EXCHANGE BOARD OF INDIA  
(SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011 FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS OF

PALRED TECHNOLOGIES LIMITED

(formerly known as "Four Soft Limited")  
(CIN: L72200AP1999PLC033131)

Registered Office: Plot No 2, 8-2-703/2/B, Road No 12, Banjara Hills, Hyderabad-500034.Tel: +91 40 66384916, Fax: +91 40 66384 915, E-Mail ID: company@palred.com,  
Website: www.palred.com

Open Offer for acquisition of 1,01,49,700 fully paid-up Equity Shares of face value of Rs. 5 each constituting 26% of the Equity Share Capital and Voting Capital from the Shareholders of Palred Technologies Limited (hereinafter referred to as the 'PTL' or 'Target Company'), in terms of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments thereto [SEBI (SAST) Regulations] by Mr. Palem Srikanth Reddy, (hereinafter referred to as "Acquirer") alongwith Ms. Stuthi Reddy (hereinafter referred to as "Person Acting in Concert / PAC")

This Detailed Public Statement ('DPS') is being issued by Mark Corporate Advisors Private Limited, the Manager to the Offer ("Manager"), for and on behalf of the Acquirer and the PAC, in compliance with Regulation 13(4) of the SEBI (SAST) Regulations pursuant to the Public Announcement ('PA') filed with BSE Limited (BSE), National Stock Exchange of India Limited (NSE), Target Company at their Registered office on August 06, 2014 and with Securities and Exchange Board of India (the "SEBI") on August 07, 2014 in terms of Regulation 3(1) of the SEBI (SAST) Regulations.

I. ACQUIRER, PAC, TARGET COMPANY & OFFER:

A. Information about the Acquirer & the PAC:

1. Details of the Acquirer

Mr. Palem Srikanth Reddy, son of Shri. Chennakeshav Reddy, aged about 51 years, residing at H. No. 180, Plot No. 99, Road No. 7C, Jubilee Hills, Hyderabad-500 033 (Tel No: +91 40 23392976, Email Id: srikanth@srikanthreddy.com), has completed his Industrial Engineering from the University of Madras. Thereafter, he did his Master of Science in Industrial Engineering from Leland Stanford Junior University. He has a combined 29 years of work experience in supply-chain management, logistics and IT, in companies including Hewlett Packard (5 years) and Emery World Wide (5 years). He was the local Joint Venture Partner and co-founder of Emery Worldwide India Private Limited (EWWIPL). He was the Managing Director of EWWIPL till 2002. He is also a promoter and director of Thathi Consultants Private Limited, Palred Media and Entertainment Private Limited and Palpremium Online Media Private Limited. None of these entities are participating or interested or acting in concert in this Open Offer. The Net worth of Mr. Palem Srikanth Reddy as on August 06, 2014 as certified by Mr. N. Narasimha Rao, Proprietor of M/s. Namburu & Associates, (Membership No: 212495), Chartered Accountants, having Office at #101, Auchyut Mazon, H. No. 7-1-621/48, S. R. Nagar, Hyderabad-500 038. (Tel. No. +91 40 23814181, Email ID: ca9001@gmail.com) vide certificate dated August 06, 2014 is Rs. 31,58,27,054 (Rupees Thirty One Crores Fifty Eight Lakhs Twenty Seven Thousand and Fifty Four only).

2. Details of the PAC:

Ms. Stuthi Reddy, daughter of Mr. Palem Srikanth Reddy, aged about 21 years, residing at H. No. 180, Plot No. 99, Road No. 7C, Jubilee Hills, Hyderabad-500 033 (Tel No: +91 40 23392976, Email Id:stuthipreddy@gmail.com ), has completed her B-Tech in Biomedical Engineering from VIT University. Her Networth as on August 06, 2014 as certified by Mr. N. Narasimha Rao, Proprietor of M/s. Namburu & Associates, (Membership No: 212495), Chartered Accountants, having Office at #101, Auchyut Mazon, H. No. 7-1-621/48, S. R. Nagar, Hyderabad-500 038. (Tel. No. +91 40 23814181, Email ID: ca9001@gmail.com) vide certificate dated August 06, 2014 is Rs. 15,33,71,363 (Rupees Fifteen Crores Thirty Three Lakhs Seventy One Thousand Three Hundred and Sixty Three only). She is a daughter of Mr. Palem Srikanth Reddy ('Acquirer'), Managing Director of The Target Company.

3. Mr. Palem Srikanth Reddy, the Acquirer is the Managing Director and Promoter of the Target Company. He shall secure himself and not participate in any matter concerning or relating to the Offer including any preparatory steps leading to the Offer.

4. Neither the Acquirer and the PAC nor any of the Company with which the Acquirer is associated with, are in Securities related business and registered with SEBI as a Market Intermediary.

5. The Acquirer and the PAC have not been prohibited by SEBI from dealing in securities, in terms of directions issued under Section 11B of the SEBI Act, 1992 and subsequent amendments thereto or under any other regulations made under the SEBI Act, 1992.

B. Information about Palred Technologies Limited ('PTL' or 'Target Company'):

- The Target Company, Palred Technologies Limited, bearing CIN No. L72200AP1999PLC033131 was originally incorporated as 'Four Soft Private Limited' on December 24, 1999 under the Companies Act, 1956 with the Registrar of Companies, Hyderabad, Andhra Pradesh. It was converted into a Public Limited Company on April 23, 2003. Thereafter, the name of the Company was changed from 'Four Soft Limited' to Palred Technologies Limited vide new Certificate of Incorporation dated December 09, 2013.
- The Registered Office of the Target Company is situated at Plot No 2, 8-2-703/2/B, Road No 12, Banjara Hills, Hyderabad-500 034, Telangana State.
- The main object of the Target Company as per Memorandum of Association inter-alia includes to manufacture, assemble, service, repair, maintain, buy, sell, hire and deal in all kinds of Computer Hardware and Software for Industrial, Medical, Engineering, Legal, E-Commerce, Information Technology and allied services.
- The Company sold its running business to Transport IT Solutions Private Limited, a Kewill group company, as slump sale after receiving necessary approvals from shareholders through Postal Ballot whose results were declared on September 18, 2013. As on date, the Target Company does not have significant tangible operating business.
- The Target Company's main area of operations is focused on providing IT solutions and IT services for Media and Entertainment and Online e-commerce portals.
- The Authorized Share Capital of the Target Company is Rs. 28,03,88,000 comprising of 5,60,77,600 Equity Shares of Rs. 5 each. The Issued, Subscribed and paid up Share Capital of the Target Company is Rs. 19,51,84,850 comprising of 3,90,36,970 Equity Shares of Rs. 5 each.
- There are currently no outstanding partly paid up shares or any other instruments convertible into Equity Shares of the Target Company at a future date.
- The Target Company has been promoted by Mr. Palem Srikanth Reddy and his family members. As on date of PA, the Promoters/Promoter Group holds 93,36,403 Equity Shares, constituting 23.92% of the total paid up and voting capital of the Target Company. None of the shares of the Target Company are under lock in.
- The Equity Shares of the Target Company is listed on BSE Limited (BSE), and National Stock Exchange of India Limited (NSE).
- The equity shares of the Target Company are frequently traded on BSE and NSE within the meaning of Regulation 2(1)(i) of the SEBI (SAST) Regulations for the 12 months calendar period commencing from August, 2013 to July, 2014.
- Brief Audited Financial Information on Standalone basis for the financial year ended on March 31, 2012, March 31, 2013, and March 31, 2014 are as follows:

(Rs. in Lakhs except per share data)

| Particulars                        | FY 2013-14      | FY 2012-13      | FY 2011-12      |
|------------------------------------|-----------------|-----------------|-----------------|
| Revenue from Operations            | 1,786.98        | 3,236.09        | 2,928.64        |
| Other Income                       | 496.41          | 180.74          | 157.45          |
| <b>Total Revenue</b>               | <b>2,283.39</b> | <b>3,416.83</b> | <b>3,086.09</b> |
| Exceptional Items                  | 16,014.81       | -               | -               |
| Net Profit/Loss                    | 12,716.07       | (124.17)        | (93.48)         |
| Earnings Per Share (Rs. per share) | 32.57           | (0.32)          | (0.85)          |
| Net Worth / Shareholders Fund      | 8,643.09        | 9,163.25        | 9,263.07        |

Note: The Audited financials for FY 2013-2014 are yet to be approved by the Shareholders of the Company.

- The Board of Directors of PTL consists of Mr. Palem Srikanth Reddy (Chairman and Managing Director) (DIN: 00025889), Mr. Mohanakrishna Reddy Aravbumi (Independent Director) (DIN:00093185), Mr. Tirunelveli Ratnagiri Sivaramakrishnan (Independent Director) (DIN: 02551064), Mr. Edara Prasad Srinivas (Independent Director) (DIN: 02591658).
- The Compliance Officer and Company secretary of PTL is Ms. Haritha Varanasi, who can be contacted at the Registered Office of PTL during Office hours.

C. Details of the Offer:

- The Acquirer and the PAC are making an Open Offer to all the public shareholders of the Target Company, pursuant to regulation 3(1) of SEBI (SAST) Regulations, to acquire 1,01,49,700 Equity Shares of Rs. 5 each, representing 26% of paid up and voting capital of the Target Company at a price of Rs. 16.70 (Rupees Sixteen and Paise Seventy only) per fully paid up Equity Share payable in cash, subject to the terms and conditions set out in the PA, this Detailed Public Statement (DPS) and the Letter of Offer (LoF) that will be sent to the shareholders of the Target Company.
- This offer is made to Public Shareholders of the Target Company, in terms of the Regulation 7(6) of the SEBI (SAST) Regulations, other than the Acquirer, PAC and Promoter Group Shareholders of Target Company.
- The payment of consideration will be made to all the shareholders, who have tendered their shares in acceptance of the Offer, within 10 working days from the expiry of the Tendering Period. Credit for the consideration will be made to the shareholders who have tendered shares in the Offer, by crossed account payee Cheques / Demand Drafts / National Electronic Clearance Service (NECS), where applicable, including Real Time Gross Settlement (RTGS) / National Electronic Funds Transfer (NEFT). It is desirable that shareholders provide bank details in the form of Acceptance-cum-Acknowledgement, so that the same can be incorporated in the Cheque/Demand Draft/Pay Order.
- As on the date of this DPS, to the best of knowledge and belief of the Acquirer and the PAC, there are no other statutory approvals required to acquire the equity shares tendered pursuant to this Offer. If any other statutory approvals are required or become applicable at a later date before the completion of the Offer, 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 such statutory approvals are refused in terms of Regulation 23 of the SEBI (SAST) Regulations.
- The Offer is not conditional and not subject to any minimum level of acceptance from the shareholders.
- This is not a competing offer.
- The Equity Shares of the Target Company will be acquired by the Acquirer and the PAC as

- fully paid up, free from all liens, charges and encumbrances and together with the rights attached thereto, including all rights to dividend, bonus and rights offer declared thereof.
- The Acquirer had acquired 300 Equity Shares during the 52 weeks period in the price range of Rs. 14.95 to Rs. 15.35 per share preceding the date of PA. However, the PAC has not acquired any Shares in that period.
- As on the date of this DPS, there are no partly paid-up Shares.
- As of the date of this DPS, there are no instruments pending for conversion into Shares.
- The Manager to the Offer i.e. Mark Corporate Advisors Private Limited does not hold any Equity Shares in the Target Company as on the date of PA. The Manager to the Offer further declares and undertakes that they will not deal in their own account in the equity shares of the Target Company during the Offer Period.
- The Acquirer and the PAC does not have any plans to alienate any significant assets of the Target Company whether by way of sale, lease, encumbrance or otherwise for a period of two years except in the ordinary course of business. The Target Company's future policy for disposal of its assets, if any, within two years from the completion of Offer will be decided by its Board of Directors, subject to the applicable provisions of the law and subject to the approval of the shareholders through Special Resolution passed by way of postal ballot in terms of Regulation 25(2) of SEBI (SAST) Regulations.

- Pursuant to completion of this Offer, assuming full acceptance, the public shareholding in the Target Company will not fall below the minimum public shareholding requirement as per the Securities Contract (Regulation) Rules, 1957 as amended and the Listing Agreement. Further, the Acquirer and the PAC undertakes that they shall comply with the Listing Agreement for continuous listing of equity shares of the Target Company with the Stock Exchanges.

II. BACKGROUND TO THE OFFER:

- The Acquirer and the PAC are making an Offer pursuant to regulation 3(1) of SEBI (SAST) Regulations, to acquire 1,01,49,700 Equity Shares of Rs. 5 each, representing 26% of the paid up and voting capital of the Target Company ('Offer Size') at a price of Rs. 16.70 (Rupees Sixteen and Paise Seventy only) per fully paid up Equity Share ('Offer Price'), payable in cash, subject to the terms and conditions set out in the PA, this Detailed Public Statement Letter of Offer that will be sent to the shareholders of the Target Company.
- At present, the Acquirer does not have any plans to make major changes to the existing line of business of the Target Company except in the ordinary course of business. The Acquirer would continue to support the existing business of the Target Company. The Acquirer intends to build new businesses by organic means and/or acquisition of companies in the domains of businesses of IT solutions and IT services for media and entertainment and Online e-commerce portals. The Acquirer intends to grow the business of the Target Company and strengthen its position in the industry. The Acquirer also intends to reorganize the present Capital structure of the Company and also further strengthen the Board.
- The Offer Price is payable in cash, in accordance with Regulation 9(1) of SEBI (SAST) Regulations.
- The object of the acquisition is substantial acquisition of Shares/voting Rights and consolidation of existing holding of the promoters/promoter group in the Target Company.

III. SHAREHOLDING AND ACQUISITION DETAILS:

The current and proposed Equity Shareholding of the Acquirer and the PAC in the Target Company and the details of the acquisition are as follows:

| Details                                                                                                                        | Acquirer      |       | PAC           |      | Total                 |
|--------------------------------------------------------------------------------------------------------------------------------|---------------|-------|---------------|------|-----------------------|
|                                                                                                                                | No. of shares | %     | No. of shares | %    |                       |
| Shareholding before PA date                                                                                                    | 89,20,607     | 22.85 | NIL           | NIL  | 89,20,607 (22.85%)    |
| Shares acquired through Share Purchase Agreement requiring an open offer to be made in accordance with SEBI (SAST) Regulations | N.A.          | N.A.  | N.A.          | N.A. | N.A.                  |
| Shares acquired between PA date and the DPS date                                                                               | NIL           | NIL   | NIL           | NIL  | NIL                   |
| Shares proposed to be acquired in the Offer (assuming full acceptance)                                                         | -             | -     | -             | -    | 1,01,49,700* (26.00%) |
| Post Offer shareholding (On Diluted basis, as on 10 <sup>th</sup> working day after closing of Tendering Period)               | -             | -     | -             | -    | 1,90,70,307* (48.85%) |

\* There is an informal understanding between the Acquirer and the PAC for the proposed acquisition and hence the number of shares to be acquired by them individually cannot be quantified as on date.

IV. OFFER PRICE

- The Equity Shares of the Target Company are presently listed on BSE and NSE.
- The Equity Shares of PTL are frequently traded on BSE and on NSE during 12 months preceding the date on which the Public Announcement was made as set out under Regulation 2(1) (j) of SEBI (SAST) Regulations. The number of shares traded at BSE and NSE during the twelve calendar months preceding August, 2014, the month in which the PA was made is 77,86,513 Equity Shares representing 19.95% and 87,37,936 Equity Shares representing 22.38% of the total listed Equity Shares respectively.
- Since the Equity Shares of PTL have been frequently traded at BSE and NSE where the Equity shares are listed, during the 12 calendar months preceding the months in which the PA has been issued, and since the maximum volume of trading is recorded at NSE during the preceding 60 trading days from the date of PA, the offer price is justified, taking into account, the following parameters, as set out under regulation 8 (2) of the SEBI (SAST) Regulations:

| Sr. No. | Particulars                                                                                                                                                                                                                                                                                                                                                     | Amount (In. Rs.) |
|---------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------|
| a)      | Negotiated Price as per SPA                                                                                                                                                                                                                                                                                                                                     | : Not Applicable |
| b)      | The volume-weighted average price paid or payable for acquisition whether by the Acquirer or by Person Acting in Concert with him, during 52 weeks preceding the date of PA                                                                                                                                                                                     | : 16.29          |
| c)      | The highest price paid or payable for any acquisition, whether by the Acquirer or by Person Acting in Concert with him, during 26 weeks preceding the date of the PA                                                                                                                                                                                            | : 15.35          |
| d)      | The volume-weighted average price paid by any of the Promoter Group shareholders (Other than Acquirer / PAC) during the 52 weeks preceding the date of PA                                                                                                                                                                                                       | : 16.37          |
| e)      | The highest price paid by any of the Promoter Group shareholders (Other than Acquirer / PAC) during 26 weeks preceding the date of the PA                                                                                                                                                                                                                       | : NIL            |
| f)      | The volume-weighted average market price of Equity shares of the Target Company for a period of sixty trading days immediately preceding the date of public announcement as traded on NSE, being the Stock Exchange where the maximum volume of trading in the shares of the Target Company are recorded during such period, the shares being frequently traded | : 16.55          |

- In view of the parameters considered and presented in the table above, in the opinion of the Acquirer and the PAC and Manager to the Offer, the Offer Price of Rs. 16.70 (Rupees Sixteen and Paise Seventy only) per share is justified in terms of Regulation 8 (2) of the SEBI (SAST) Regulations.
- There have been no corporate actions in the Target Company warranting adjustment of relevant price parameters.
- As on date, there is no revision in Offer Price or Offer Size. In case of any revision in the Offer Price or Offer Size, the Acquirer and the PAC will comply with Regulation 18 and all the provisions of SEBI (SAST) Regulations which are required to be fulfilled for the said revision in the Offer Price or Offer Size.
- If there is any revision in the offer price on account of future purchases / competing offers, it will be done only up to the period prior to three (3) working days before the date of commencement of the Tendering Period and would be notified to the shareholders.

V. FINANCIAL ARRANGEMENTS:

- The total funds required for implementation of the Offer (assuming full acceptance), i.e., for the acquisition of 1,01,49,700 Equity Shares at a price of Rs. 16.70 (Rupees Sixteen and Paise Seventy only) per Equity Share is Rs. 16,94,99,990 (Rupees Sixteen Crores Ninety Four Lakhs Ninety Nine Thousand Nine Hundred and Ninety only) ("Maximum Consideration").
- The Acquirer alongwith the PAC has adequate resources to meet the financial requirements of the Offer. No funds are borrowed from banks or financial institution for the purpose of this Offer by the Acquirer and the PAC. Mr. N. Narasimha Rao, Proprietor of M/s. Namburu & Associates, (Membership No. 212495), Chartered Accountants, having office at #101, Auchyut Mazon, H. No. 7-1-621/48, S. R. Nagar, Hyderabad-500 038.; Tel.: +91 40 23814181; vide certificate dated August 06, 2014 have confirmed that sufficient resources are available with the Acquirer and the PAC for fulfilling the obligations under this 'Offer' in full.
- In accordance with Regulation 17 of the SEBI (SAST) Regulations, the Acquirer and the PAC has opened an Escrow Account in the name & style of "PSR-ESCROWACCOUNT" with Kotak Mahindra Bank Limited, having Branch at Shop No. 6-3-1109/P-G-1, Jewel Pavani Tower, Near HSBC Bank, Raj Bhavan Road, Somajiguda, Hyderabad 500 082 bearing account number 7511472623, and has deposited an amount of Rs. 4,30,00,000/- (Rupees Four Crores Thirty Lacs only), in cash, aggregating to 25.37% of the Maximum Consideration payable under the Offer. The Acquirer and the PAC has empowered the Manager to the Offer to operate and to realize the value of the Escrow Account in terms of the Regulations.
- In case of revision of the Offer Price and / or the Offer Size, the Acquirer and the PAC will deposit additional appropriate amount into an Escrow Account to ensure compliance with Regulation 17

- (2) of the SEBI (SAST) Regulations, prior to effecting such revision.
- Based on the above, the Manager to the Offer is satisfied about the ability of the Acquirer and the PAC to implement the offer in accordance with the SEBI (SAST) Regulations. Further, the Manager to the Offer confirms that the funds / money are in place to fulfill the Offer obligations.

VI. STATUTORY AND OTHER APPROVALS REQUIRED FOR THE OFFER:

- The Offer is subject to receiving the necessary approval(s), if any, from Reserve Bank of India, under the Foreign Exchange Management Act, 1999 and subsequent amendments thereto, for acquiring equity shares tendered by non-resident shareholders, if any.
- As on the date of this DPS, there are no other statutory approvals and/ or consents required. However, the Offer would be subject to all statutory approvals as may be required and / or may subsequently become necessary to acquire at any later date. The Acquirer and the PAC, in terms of regulation 23 of the SEBI (SAST) Regulations, will have a right not to proceed with the Offer in the event the statutory approvals indicated above are refused. In the event of withdrawal, a PA will be made within 2 working days of such withdrawal, in the same newspapers in which this DPS has appeared.
- In case of delay in receipt of any statutory approval, the SEBI may, if satisfied that delayed receipt of the requisite approvals was not due to any willful default or neglect of the Acquirer and the PAC or failure of the Acquirer and the PAC to diligently pursue the application for the approval, grant extension of time for the purpose, subject to the Acquirer and the PAC agreeing to pay interest to the shareholders as directed by the SEBI, in terms of regulation 18(11) of the SEBI (SAST) Regulations. Further, if delay occurs on account of willful default by the Acquirer and the PAC in obtaining the requisite approvals, regulation 17(9) of the SEBI (SAST) Regulations will also become applicable and the amount lying in the Escrow Account shall become liable for forfeiture.
- No approval is required from any bank or financial institutions for this Offer.

VII. TENTATIVE SCHEDULE OF ACTIVITIES PERTAINING TO THE OFFER:

| Nature of Activity                                                                                                                                                                                                         | Day&Date                     |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------|
| Date of the PA                                                                                                                                                                                                             | Wednesday August 06, 2014    |
| Date of publishing the Detailed Public Statement                                                                                                                                                                           | Monday, August 11, 2014      |
| Last date for filing of Draft Letter of Offer with SEBI                                                                                                                                                                    | Wednesday, August 20, 2014   |
| Last date of a competing offer                                                                                                                                                                                             | Thursday, September 04, 2014 |
| Identified Date*                                                                                                                                                                                                           | Monday, September 12, 2014   |
| Latest date by which SEBI's observations will be received                                                                                                                                                                  | Thursday, September 11, 2014 |
| Last date by which the Letter of Offer will be dispatched to the Shareholders' (Except Acquirer and PAC) as on the identified date                                                                                         | Monday, September 22, 2014   |
| Last Date for revising the Offer Price/number of shares                                                                                                                                                                    | Tuesday, September 23, 2014  |
| Last date by which the recommendation of the committee of Independent Directors of the Target Company will be given and published                                                                                          | Tuesday, September 25, 2014  |
| Date of public announcement for Opening the Offer                                                                                                                                                                          | Friday, September 26, 2014   |
| Date of Commencement of the Tendering Period (Offer opening date)                                                                                                                                                          | Monday, September 29, 2014   |
| Date of Closing of the Tendering Period (Offer closing date)                                                                                                                                                               | Wednesday, October 15, 2014  |
| Last date for communicating Rejection/acceptance and payment of consideration for accepted equity shares or equity share certificate/return of unaccepted share certificates/ credit of unaccepted shares to demat account | Friday, October 31, 2014     |

\* Identified Date is only for the purpose of determining the names of the shareholders as on such date to whom the Letter of Offer will be sent. It is clarified that all the shareholders (registered or unregistered) of the Target Company (except Acquirer and the PAC) are eligible to participate in this Offer any time during the tendering period of the Offer.

VIII. PROCEDURE FOR TENDERING THE SHARES IN CASE OF NON RECEIPT OF LETTER OF OFFER:

- All public shareholders holding the Equity Shares, whether in dematerialized or physical form, registered or unregistered, are entitled to participate in this Offer, any time during the tendering period of this Offer.
- Persons who have acquired the Equity Shares but whose names do not appear in the register of members of the Target Company on the Identified Date or unregistered owners or those who have not received the Letter of Offer, may participate in this Offer by submitting an application on a plain paper giving details set out below and in the Letter of Offer. In the alternate, such holders of the Equity Shares may apply in the form of acceptance-cum-acknowledgement in relation to this Offer that will be annexed to the Letter of Offer, which may also be obtained from the SEBI website (www.sebi.gov.in) and Karvy Computershare (P) Limited ("Registrar to the Offer"). The application is to be sent to the Registrar to the Offer at any of the collection centers that shall be mentioned in the Letter of Offer, so as to reach the Registrar to the Offer during business hours on or before 4:00 pm on the date of closure of the tendering period of this Offer, together with:
  - 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), the original contract note issued by a registered share broker of a recognized stock exchange through whom such Equity Shares were acquired and / or such other documents, as may be specified in the Letter of Offer; or
  - The beneficial owners and shareholders holding shares in the dematerialized form, will be required to send their Form of Acceptance and other documents as may be specified in the Letter of Offer to the Registrar to the Offer either by Registered Post / Courier, at their own risk, or by Hand Delivery on weekdays, so as to reach to the Registrar to the Offer, on or before the Date of Closure of the Offer, i.e., Wednesday, October 15, 2014, along with a photocopy of the delivery instructions in "Off-market" mode or counterfoil of the delivery instructions in "Off-market" mode, duly acknowledged by the depository participant ("DP"), in favour of "KCPL-PSR OPEN OFFER ESCROW ACCOUNT" ("Depository Escrow Account") filled in as per the instructions given below:

|            |                                          |
|------------|------------------------------------------|
| DP Name    | : Karvy Computershare Private Limited    |
| DP ID      | : IN300394                               |
| Client ID  | : 18927910                               |
| Depository | : National Securities Depository Limited |

Note: Shareholders having their beneficiary account with Central Depository Services (I) Limited (CDSL) must use the inter-depository delivery instruction slip for the purpose of crediting their Equity Shares in favour of the Escrow Demat Account.

IX. THE DETAILED PROCEDURE FOR TENDERING THE SHARES IN THE OFFER WILL BE AVAILABLE IN THE LETTER OF OFFER.

X. OTHER INFORMATION:

- Pursuant to Regulation 12 of the SEBI (SAST) Regulations, the Acquirer and the PAC has appointed Mark Corporate Advisors Private Limited as the Manager to the Offer.
- Karvy Computershare Private Limited has been appointed as the Registrar to the Offer, whose other details are set out below:

|                          |                                                       |
|--------------------------|-------------------------------------------------------|
| Address                  | : 7-24, Vittal Rao Nagar, Madhapur, Hyderabad 500 081 |
| Tel No                   | : +91 40 4465 5000                                    |
| Fax No                   | : + 91 40 2343 1551                                   |
| Contact Person           | : Shri. M Muralikrishna                               |
| Email                    | : einward.ris@karvy.com                               |
| SEBI Registration Number | : INR000000221                                        |
- The Acquirer and the PAC accepts full responsibility for the information contained in this DPS and also for the obligations of the Acquirer and the PAC as laid down in the SEBI (SAST) Regulations.
- This DPS and the PA will also be available on SEBI website(www.sebi.gov.in).

Issued by the Manager to the Offer:

Mark Corporate Advisors Private Limited  
CIN: U67190MH2006PTC181996  
SEBI Regn No.: INM000012128  
404/1, The Summit Business Bay,  
Sant Janabai Road (Service Lane),  
Off W. E. Highway, Vile Parle (East),  
Mumbai- 400 057  
Tel. No.: 022-26123207  
Fax No.: 022-26123208  
Email: Openoffer@markcorporateadvisors.com  
Contact Person: Mr. Manish Gaur



For and on behalf of:

Mr. Palem Srikanth Reddy,  
Acquirer

Ms. Stuthi Reddy,  
PAC

Place: Mumbai  
Date: August 11, 2014