Public Announcement to the Shareholders of
Reliance Natural Resources Limited

This public announcement (this "PA") is being issued by Kotak Mahindra Capital Company Limited (the "Manager to the Offer") for and on behalf of Anadha Enterprise Private Limited ("AEPL"), and Shri Anil Dhirubhai Ambani ("ADA" and, together with AEPL, the "Acquirers") acting in concert with each other pursuant to and in compliance with, among others, regulation 11(1) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 1997, as amended from time to time (the "Regulations") issued by the Securities and Exchange Board of India ("SEBI").

The Offer

1. This open offer (this "Offer") is being made by the Acquirers. This Offer is subject to the receipt of certain approvals as more fully set forth in the section titled "Statutory and Other Approvals required for this Offer" (see paragraph 25 below).

2. On March 15, 2006, the Board of Directors of Reliance Natural Resources Limited ("RNRL" or " Target Company") has agreed to issue and allot on a preferential basis ("Preferential Issue") (a) fully paid up equity shares of Rs. 5/- each ("Shares") of the Target Company for cash at a price of Rs. 25.65 /- per share, and/or (b) warrants ("Warrants") with entitlement to subscribe equivalent number of equity shares of Rs. 5/- each of the Target Company for cash at a price of Rs. 25.65/- per share including a premium of Rs. 20.65/- per share, in accordance with section 81(1A) of the Companies Act, 1956 and the applicable provisions of the guidelines for Preferential Issue of SEBI (Disclosure and Investor Protection) Guidelines, 2000 and the subsequent amendments thereto ("Guidelines").

   The total number of such Shares and Warrants in the Preferential Issue will be upto 41,00,00,000 and such Preferential Issue will be made either to AEPL or to AEPL and certain financial investors not connected with the Acquirers.

   The subscription and allotment of the Preferential Issue is subject to various condition precedents being fulfilled, including approval of the shareholders of the Target Company. The Target Company will convene an Extraordinary General Meeting of its shareholders and the Preferential Issue will need to be passed by way of a special resolution under Section 81(1A) of the Companies Act, 1956 and other applicable provisions.

3. The Acquirers belong to the Promoter group of the Target Company, which in aggregate owns 39.59% of the Shares and voting rights of the Target Company. As a result of the above Preferential Issue, the Acquirers could acquire upto a maximum of 41,00,00,000 Shares , and the total voting rights of the Promoter group could stand increased upto a maximum of 54.76% if the entire Preferential Issue is made to and subscribed by AEPL. The voting rights before and after preferential allotment (on a fully diluted basis) is given below

Category	Voting rights (%) before Preferential issue	Voting rights (%) after Preferential issue (fully diluted basis and entire subscription by AEPL)
Promoter group	39.59	54.76
Others	60.41	45.24
Total	100.00	100.00

4. Pursuant to this Offer, the Acquirers propose to acquire upto 32,66,26,085 fully paid up equity shares ("Shares") of the Target Company (the "Offer Size") representing 20% of the fully expanded voting equity capital of the Target Company (including the Shares as well as the Warrants in the Preferential Issue) at a price of Rs. 25.65/-(Rupees Twenty Five, Paise Sixty Five

only) for each Share of the Target Company (such price, the “Offer Price”), to be paid in cash in accordance with the Regulations.

5. This Offer is not subject to any minimum level of acceptance.

6. The Shares of the Target Company are listed on The Stock Exchange, Mumbai (“BSE”) and the National Stock Exchange of India Limited (“NSE”), with effect from March 1, 2006.

7. The Acquirers have not acquired or been allotted any Shares of the Target Company in the last 12 months except acquisitions prior to the listing of the Target Company by way of (a) allotment in accordance with the Scheme of Arrangement under Section 391-394 of the Companies Act, 1956 (the “Scheme”) pursuant to which Reliance Industries Limited (“RIL”), demerged, inter alia, its gas based energy undertaking to the Target Company (erstwhile a wholly owned subsidiary of RIL) and (b) inter-se transfer amongst group companies within the definition of Group as defined in the Monopolies and Restrictive Trade Practices Act, 1969. Some entities other than Acquirers, belonging to the Promoter Group have acquired 2,11,64,609 Shares of the Target Company by way of off market transfers since the commencement of listing of the Target Company. All these acquisitions have been at no cost to the Acquirers/such entities.

8. The Manager to the Offer does not hold any shares in the Target Company, as on the date of this PA.

9. The Target Company has been listed on March 1, 2006. Since listing, the annualised trading turnover in the Share of the Target Company based on the two weeks trading is app. 50.5% on the NSE and app. 29.4% on the BSE (source: Websites of NSE and BSE). Accordingly, the Shares of the Target Company are frequently traded.. This Offer is being made at a price of Rs. 25.65/- (Rupees Twenty Five, Paise Sixty Five only) per Share, being the price in terms of the applicable provisions of the Regulations. This Offer Price is higher of (a) the average of the daily high and low prices for Shares of the Target Company on NSE (being the Stock Exchange on which the Shares of the Company are most frequently traded) for the two weeks period preceding the date of the board resolution approving the Preferential Issue as also the date of this Public Announcement and (b) the price at which shares of the Target Company are being proposed to be issued to the Acquirers under the Preferential Issue. The other criteria specified in Regulation 20(4) of the Regulations are not applicable as (a) the Offer is not pursuant to an agreement to purchase shares of the Target Company and there is, therefore, no negotiated purchase price as a reference point; (b) no price has been paid by the Acquirers or the Promoter Group for the acquisition of Shares of the Target Company during the twenty six weeks period prior to the date of this Public Announcement; and (c) the average of the weekly high and low of the closing prices of the Shares of the Target Company as quoted on NSE (being the Stock Exchange where the Shares of the Target Company are most frequently traded) during the twenty six weeks preceding the date of the Public Announcement is effectively the same as the Preferential Issue Price and is higher than the average of the weekly high and low of the closing prices of Shares of the target Company as quoted on NSE during the two weeks period preceding the date of this Public Announcement as this is the only period for which the Shares of the Target Company have been listed and traded on any Stock Exchange. The price is justified in accordance with Regulation 20(11) read with explanation (ii) to the same.

10. The Acquirers, as on the date hereof, do not hold any Shares of the Target Company, except as described in paragraph 3 and 13 herein.

11. To the extent of the Offer Size, all the Shares of the Target Company that are validly tendered pursuant to this Offer are proposed to be acquired by AEPL.

12. The Acquirers are permitted to revise this Offer upward up to seven working days prior to the date of closure of the Offer. In the event of such revision, an announcement will be made in the same newspapers where the PA has appeared and the revised offer price would be paid for all the equity shares tendered anytime during the Offer.

The Background

13. The Promoter Holding in the Target Company as on March 15, 2006 is as below:

Sr. No.	Name of Shareholder	No. of Shares	%
A	Promoters		
1	Anadha Enterprise Private Limited (Proposed Allottee)	27 02 92 782	22.10
2	AAA Global Business Enterprises Private Ltd.	1 15 29 001	0.94
3	Bhavan Mercantile Private Limited	17 71 20 553	14.48
4	Shri Anil Dhirubhai Ambani	18 59 171	0.15
5	Smt. Tina A Ambani	16 50 832	0.13
6	Smt. Kokila D Ambani	36 65 227	0.30
7	JaiAnmol A Ambani (through Father and Natural Guardian Anil Dhirubhai Ambani)	16 69 759	0.14
8	JaiAnshul A. Ambani (through Father and Natural Guardian Anil Dhirubhai Ambani)	100	0.00
B.	Persons Acting in Concert		
1	Reliance Capital Limited	1 64 93 158	1.35
	Total	**48 42 80 583**	**39.59**

Information about Acquirers

14. The details of AEPL are as follows:

Name	Anadha Enterprise Private Limited, a private limited company incorporated on June 23, 2005 under the Companies Act, 1956
Address	Reliance Energy Centre, Santacruz (east), Mumbai 400 055
Group	AEPL is part of Anil Dhirubhai Ambani Group
Relationship with ADA	AEPL is fully held by ADA and his immediate family members. ADA, Smt. Tina A. Ambani and Shri Hasit Shukla are the only directors of AEPL
Primary Business	Except for holding strategic /core investments, AEPL has no other business

15. The details of ADA are as follows:

Name	Anil Dhirubhai Ambani
Address	Sea Wind, 39, Cuffe Parade, Colaba Mumbai 400 005
Group	ADA heads the Anil Dhirubhai Ambani Group
Relationship with AEPL	Owns 98% shares of AEPL. He is a director on the board of AEPL
Experience	ADA (46) is an MBA from the Wharton School, University of Pennsylvania, USA. He has work experience of over 22 years and is the Chairman of Reliance Anil Dhirubhai Ambani Group He is Director in several companies. He is also a Member of Parliament (Rajya Sabha).

16. The financial details of the Acquirers are as follows:

	AEPL *
	June 23, 2005 to December 31, 2005

	Rs lakhs
Sales Turnover	Nil
Net income (loss)	Nil
Networth	0.97
Paid up capital	1.00
Book Value per share (Rs)	9.73

*Un-audited financials

	ADA
	As at March 13, 2006
	Rs Crore
Networth *	342.72

* Certified by Chaturvedi & Shah, signing partner Mr. C.D. Lala having membership no. 35671, contact no. +91-22-30616100, address: A-3 Laxmi Towers, 1st Floor, Bandra Kurla Complex, Bandra (E), Mumbai 400 051.

Information about the Target Company

(The disclosures mentioned under this section have been sourced from publicly available sources. Further information about RNRL is available at its website www.rnrl.in)

17. The Target Company, having its registered office at H Block, 1st Floor, Dhirubhai Ambani Knowledge City, Navi Mumbai – 400710, was incorporated on March 24, 2000 under the Companies Act 1956 as Reliance Platforms Communications.com Private Limited. The name was thereafter changed to Reliance Energy Private Limited on January 3, 2003; Reliance Wattage Private Limited on January 16, 2003. The Target Company was changed into a public limited company on July 25, 2005. The name of the Target Company was thereafter changed to Reliance Fuel Management Limited on August 3, 2005; Global Fuel Management Services Limited on August 10, 2005; and Reliance Natural Resources Limited on January 9, 2006.

18. Pursuant to the Scheme of Arrangement between Reliance Industries Limited (RIL) and the Target Company among others, the Target Company has been vested with the Gas Based Energy Undertaking of RIL. Pursuant to the said Scheme, the Promoter Group is in control of the Target Company. A Gas Supply Master Agreement (“GSMA”) has been executed between the Company and RIL, which represents substantially the whole of the Company’s potential worth and asset and sets out, among other things the basis of determination of quantities of gas to be made available by RIL for purchase by Affiliates of the Company owning gas based power plants, the conditions and approvals subject to which such gas would be made available by RIL, and the price. A proforma Gas Sale Purchase Agreement for gas up to 28MMSCMD (“Base Volume GSPA”) containing the detailed terms and conditions of supply of gas, to be executed between RIL and any gas purchasing Affiliate of the Company is annexed to the GSMA. The main business of the Target Company will be to source gas from RIL, and supply the same for the gas based power generation and other projects of its affiliate companies. As of date, the Target Company has not commenced any supply to its affiliates and has no firm agreement with them for the supply of gas.

    As per the information available in the Information Memorandum submitted by the Target Company to the stock exchanges and available on its website, the aforesaid agreements, which constitute potentially the whole of the Company’s Assets, contain significant, fundamental and material deviations, including but not limited, inter alia, with respect to the effective term, source and security of supply of gas to the Company, transportation and swapping rights and RIL’s liability in case of non-performance. The Agreements therefore do not reflect the agreed position arrived at between Shri Mukesh Ambani and Shri Anil Dhirubhai Ambani, as part of the overall reorganization of the Reliance group.

19. As per the audited figures for the period ended on December 31, 2005, RNRL had paid-up equity share capital of Rs.5 lakhs, comprising 1,00,000 fully paid-up equity shares of face value Rs. 5/- each, and Rs. 61,156.5 lakhs share capital pending for allotment comprising 1,22,31,30,422 fully

paid-up equity shares of face value of Rs. 5/- each. After the allotment of RNRL shares to RIL shareholders pursuant to the Scheme, the initial share capital of RNRL (1,00,000 fully paid-up equity shares of face value Rs. 5/- each) held by RIL shall stand canceled. As on the date of this PA, there are no partly paid-up equity shares or outstanding convertible instruments of RNRL. As at December 31, 2005, total net worth of RNRL was Rs. 60,870 lakhs. For the period ended December 31, 2005, RNRL has reported total income of Rs. 8,688, loss after tax of Rs.291 lakhs, book value Rs. 4.98 per equity share. The above figures are for the standalone legal entity – on non consolidation basis.

20. The Shares of the Target Company are listed on BSE and NSE with effect from March 1, 2006.

Reasons for the Acquisition and Future plan about Target Company

21. As stated in paragraphs 2 and 3 hereinabove, pursuant to the Preferential Issue the Acquirers could acquire upto a maximum of 41,00,00,000 fully paid up equity shares of Rs. 5/- each of the Target Company for cash at a price of Rs. 25.65/- per share . As a result the Shares owned by and voting rights available to the Promoter Group of which the Acquirers are a part, would increase from 39.59% to a maximum of 54.76%. Hence, this Offer is pursuant to Regulation 11(1) and other applicable provisions of the Regulations involving substantial acquisition of shares or voting rights without change in control or management.

22. As of date of this PA, the Acquirers do not have any plans to dispose of or otherwise encumber any assets of the Target Company in the next two years except in the ordinary course of business of the Target Company, and except to the extent required for the purpose of restructuring and/or rationalization, reorganization, arrangements of operations, assets, investments, liabilities or otherwise of the Target Company. Notwithstanding the immediately preceding sentence, the Board of Directors of the Target Company will take appropriate decisions in these matters as per the requirements of business and in line with the opportunities from time to time.

23. Other than in the ordinary course of business, the Acquirers undertake that they shall not sell, dispose of or otherwise encumber any substantial asset of the Target Company except with the prior approval of the shareholders of the Target Company

24. Pursuant to this Offer, the public shareholding will not reduce to 25% or less of the voting equity capital of the Target Company.

Statutory and Other Approvals required for this Offer

25. The Offer is subject to the receipt of approval from Reserve bank of India (“RBI”) under the Foreign Exchange Management Act, 1999 ("FEMA") for the acquisition of equity shares by the Acquirers from non-resident persons under the Offer.

26. To the best of knowledge and belief of the Acquirers, as of the date of this PA, 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, the Offer would be subject to the receipt of such other statutory approvals. The Acquirers will not proceed with the Offer in the event that such statutory approvals that are required are refused in terms of Regulation 27 of the Regulations. No approvals are required from FIs/Banks for the Offer.

27. It may be noted that in case of non-receipt of statutory approvals within time, SEBI has a power to grant an extension of time to the Acquirers for payment of consideration to shareholders subject to the Acquirers agreeing to pay interest for the delay, as directed by SEBI under regulation 22(12) of the Regulations. Further, if the delay occurs due to willful default of the Acquirers in obtaining the requisite approvals, Regulation 22(13) of the Regulations will also become applicable.

28. The Acquirers shall complete all procedures relating to the Offer within a period of 15 days from the date of closure of the Offer. In case of delay, due to non-receipt of statutory approvals, as per Regulation 22(12), SEBI may, if satisfied that the non receipt of approvals was not due to wilful default or negligence on part of the Acquirers, grant an extension for the purpose of completion of the Offer subject to the Acquirers paying interest to the shareholders, at such rates as may be specified by SEBI.

Financial Arrangements

29. The total financial resources required for this Offer, assuming full acceptance will be Rs.837,79,59,081/- (Rupees Eight Hundred Thirty Seven Crore, Seventy Nine Lakhs Fifty Nine Thousand, and Eighty One only) ("Maximum Consideration"). In accordance with Regulation 28 of the Regulations, an escrow account has been created in the form of deposit of securities. AEPL has pledged in favour of the Manager to the Offer, of 46,00,000 (Forty Six Lakhs only) fully paid equity shares of Reliance Communication Ventures Limited having a closing market price of Rs. 316.80/-per equity share as on March 14, 2006 (Source: NSE website). The total value of securities pledged exceeds the escrow amount stipulated under Regulation 28(2). The Manager to the Offer is empowered to realise the value of the securities by sale or otherwise, provided if there is any deficit on realisation of the value of the securities, such deficit, if any shall be made good by the Manager to the Offer. The Acquirers have also made a cash deposit of Rs.13,50,00,000/- (Rs. Thirteen Crore Fifty Lakhs only) with ICICI Bank Limited being more than 1% of the total consideration payable under the Offer. The Acquirers have arranged a lien on the cash deposit in favour of the Manager to the Offer. The Manager to the Offer is authorised to realise the value of the escrow in terms of the Regulations.

30. The Acquirers have made firm financial arrangements for the Maximum Consideration by way of personal resources including net worth of ADA and domestic borrowings. M/s M.S. Sethi & Associates, Chartered Accountants (Proprietor Mr. M. Sethi having membership no. 39784, contact no. +91-22-2206 6666) ("Accountants") have confirmed vide their letter dated March 15, 2006 that the Acquirers have made the firm arrangements for meeting their obligations under the Regulations. Based on the certificate from the Accountants, the Manager to the Offer confirms that adequate funds are available with the Acquirers through verifiable means to implement this Offer in full.

Other terms of this Offer

31. A letter of offer (the "Letter of Offer") specifying the detailed terms and conditions of this Offer along with the Form of Acceptance cum Acknowledgement (the "Form of Acceptance") will be mailed to all the shareholders, except the Acquirers, of the Target Company whose names appear on the register of members of the Target Company at the close of business hours on March 17, 2006 (the "Specified Date"). A copy of the Letter of Offer (including Form of Acceptance) is expected to be available on SEBI's website (http://www.sebi.gov.in) during the period the Offer is open and may also be downloaded from the site.

32. The Offer Programme is as under:

Activity	Date	Day
Specified Date	17 March, 2006	Friday
Last date for dispatch of Letter of Offer to the shareholders of the Target Company	28 April, 2006	Friday
Offer Opens on	**3 May, 2006**	**Wednesday**
Offer Closes On	**22 May, 2006**	**Monday**
Last date for a competitive bid, if any	5 April, 2006	Wednesday
Last date for revising the Offer Price / Offer Size	11 May, 2006	Thursday
Last date for withdrawing acceptance of the Offer	17 May, 2006	Wednesday
Last date for communicating acceptance (in full or part) and rejection of applications and payment of	6 June 2006	Tuesday

consideration for applications accepted		

33. The shareholders of the Target Company who wish to tender their Shares pursuant to this Offer will be required to communicate their acceptance in the form and manner specified in the Letter of Offer together with their share certificate(s), transfer deed or a photocopy of the delivery instruction to the Depository Participant and such other documents as may be specified in the Letter of Offer and the Form of Acceptance to the Registrar to the Offer in accordance with the instructions contained in the Letter of Offer and Form of Acceptance. In case of non-receipt of the Letter of Offer, shareholder may download the same from the SEBI website or obtain a copy of the same from the Manager to the Offer or Registrar to the Offer on providing suitable documentary evidence of acquisition of the said Shares.

34. In case the shareholders of the Target Company hold the Shares in dematerialized form, those desirous of participating in this Offer may send their application to the Registrar to the Offer, such that the applications are received by the Registrar to the Offer, on or before the closing date of this Offer, stating the name, address, number of Shares held, number of Shares offered, Depository Participant ("DP") name, DP ID number, beneficiary account number along with a photocopy of the Delivery instruction in "off-market" mode, duly acknowledged by the DP, in favour of "KCPL Escrow Account – RNRL Open Offer" filled in as per instructions given under:

DP Name	Reliance Capital Limited
DP ID Number	IN300319
Beneficiary Account Number	10011872
ISIN	INE328H01012
Market	Off-market
Execution Date	On or before May 22, 2006

Shareholders should ensure credit of their shares in favour of the depository account above before the closure of the Offer.

35. In addition to the above mentioned address of the Registrar to the Offer, all owners of equity shares of RNRL, registered or unregistered who wish to avail of and accept the Offer can also hand deliver the Form of Acceptance-cum-Acknowledgement along with all the relevant documents at any of the collection centres mentioned below in accordance with the procedure as set out in the Letter of Offer. All centres mentioned herein below would be open on all working days as follows:

No.	Collection Centre	Address of Collection Centre	Contact Person	Email Address	Phone No.	Fax	Mode of delivery
1.	Ahmedabad	201–203 "Shail" Opp Madhusudhan House New Navrangpura Tel. Exchange Off CG Road, Ahmedabad – 380 006	Edward	edward@karvy.com	079-26420422/ 26400527/28	079-26565551	Hand Delivery
2.	Bangalore	TKN Complex No. 51/2 Vanivilas Road Opp National College Basavanagudi, Bangalore – 560 004	Kishore	nkishore@karvy.com	080-26621193/26621192	080-26621169	Hand Delivery
3.	Chennai	G-1 Swathi Court 22Vijay Raghava Road, T. Nagar Chennai – 600 017	Gunashekhar	chennaiirc@karvy.com	044-28153445/ 28151034/ 28153658	044-28153181	Hand Delivery
4.	Hyderabad	46, Avenue 4, Street No1 Banjara Hills, Hyderabad – 500034	A Anitha	irchyd@karvy.com	040-23312454	040-23311968	Hand Delivery / Registered Post

No.	Collection Centre	Address of Collection Centre	Contact Person	Email Address	Phone No.	Fax	Mode of delivery
5.	Kolkata	49 Jatindas Road, Nr.Deshpriya Park Kolkata – 700 029	Sujit Kundu	sujitkundu@karvy.com	033-24634787-89 24647231	033-24644866/ 24634787	Hand Delivery
6.	Mumbai	7, Andheri Industrial Estate, Off Veera Desai Road, Andheri(W) Mumbai – 400 053 16-22 Bake House Maharashtra Chmb. of Comm. Lane, Opp. MSC Bank, Fort Mumbai – 400 023	Vishakha Shringarapure Nutan Shirke	vishakhats@karvy.com nutan.shirke@karvy.com	022-26730799/ 153 26730249/ 153022-56382666	022-26730152 022-56331135	Hand Delivery Hand Delivery
7.	New Delhi	105-108, Arunachal Building 19 Barakhamba Road, Conn. Place, New Delhi – 110 001	Michael George	michaelg@karvy.com	011-23324401/ 23353835/981	011-23324621	Hand Delivery

Working Hours: Monday to Friday 11.00 am to 3 pm Saturday 11 am to 1 pm
Holidays: Sundays and Bank Holidays

36. Persons who have acquired Shares of the Target Company (irrespective of the date of purchase) but whose names do not appear in the register of members of the Target Company on the Specified Date or those who have not received the Letter of Offer (LOF), may also participate in this Offer by submitting an application on a plain paper giving details regarding their shareholding and confirming their agreement to participate in this Offer as per the terms and conditions of this Offer. This is to be sent to Karvy Computershare Private Limited, acting as the "Registrar to the Offer" together with the relevant share certificate(s) and transfer deeds if the Shares are held in physical form, photocopy of the DP Instruction slip duly acknowledged by the DP in case of Shares held in dematerialized form, the original contract note issued by a registered share broker of a recognized stock exchange through whom such Shares were acquired and/or such other documents as may be specified. No indemnity would be required from unregistered shareholders.

37. If the Shares tendered in this Offer by the shareholders of the Target Company are more than the Shares to be acquired under this Offer, the acquisition of Shares from each shareholder will be on a proportionate basis as per provisions of the Regulation 21(6) of the Regulations such that the acquisition from each shareholder shall not be less than the minimum marketable lot or the entire holding, if it is less than the marketable lot.

38. The Registrar will hold in trust the Acceptance Form, Shares, share certificates, transfer deed(s) and/or other documents on behalf of the shareholders of the Target Company who have accepted this Offer, till the cheques/drafts for the consideration are despatched and unaccepted share certificates/ Shares, if any are despatched/returned to the relevant shareholders.

39. Shareholders who are holding equity shares in physical form and wish to tender their equity shares will be required to send the Form of Acceptance-cum-Acknowledgement, original Share Certificate(s) and transfer form(s) duly signed & witnessed to Karvy Computershare Private Limited, Karvy House, 46 Avenue 4, Street No. 1, Banjara Hills, Hyderabad 500 034 Ph. No. 040-23420828 Fax No.040-23420814 email: murali@karvy.com; Contact Person: Mr. Murali Krishna. acting as the Registrar to the Offer, in accordance with the instructions specified in the Letter of Offer and the Form of Acceptance so that the same are received on or before the close of the Offer, i.e. May 22, 2006. In case the registered shareholders do not send the aforesaid documents, but send the original share certificate(s) and transfer form(s) duly signed, which then are duly received by the Registrar to the Offer, the offer shall be deemed to be accepted.

40. The payment of consideration for accepted applications will be made by the Acquirers in cash through account payee cheques, drafts, warrants, etc. sent by registered post for amount exceeding Rs. 1,500 and otherwise by UPC in accordance with the Regulations. The Acquirers are required to deduct tax on source, as may be applicable.

41. The unaccepted share certificates, transfer forms and other documents, if any, would be returned

by registered post at the shareholders' sole risk. Unaccepted Shares (to the extent unaccepted) held in dematerialized form will be credited back to the beneficial owners' depository account with the respective depository participant as per details received from their depository participant.

General

42. Shareholders who have accepted this Offer by tendering the requisite documents, in terms of the PA / Letter of Offer, can withdraw the same up to 3 (three) working days prior to the date of the closure of this Offer.

43. As per the Regulations, the Acquirers can revise the Offer Price upwards up to 7 working days prior to the closure of this Offer and the revision, if any, in the Offer Price would be announced in the same newspapers where this PA has appeared and the revised price would be paid to all shareholders who tender their Shares in this Offer.

44. **If there is competitive bid:**

    (i) The public offers under all the subsisting bids shall close on the same date.

    (ii) As the offer price can not 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.

45. The Acquirers have not been prohibited by SEBI from dealing in securities, in terms of direction issued under Section 11B or any other regulations made under the SEBI Act, 1992.

46. This PA is expected to be available on the SEBI website at http://www.sebi.gov.in

47. Pursuant to Regulation 13 of the Regulations, the Acquirers have appointed Kotak Mahindra Capital Company Limited as the Manager to the Offer. The Acquirers have appointed Karvy Computershare Private Limited as the Registrar to the Offer. (Address: "Karvy House", Karvy House, 46, Avenue 4, Street No. 1, Banjara Hills, Hyderabad - 500 034; Ph. No. 040-23420828 Fax No.040-23420814; email: murali@karvy.com; Contact Person: Mr. Murali Krishna).

48. The Board of Directors of AEPL, and ADA accept full responsibility for the information (except that which pertains to the Target Company and has been compiled from publicly available sources) contained in this PA and also accept responsibility for the obligations of acquirers laid down in the Regulations.

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

Kotak Mahindra Capital Company Limited
Bakhtawar 3rd Floor
229 Nariman Point
Mumbai – 400 021
Tel. No.: +91-22-56341100
Email: rnrl.offer@kotak.com
Contact Person: Mr. Ajay Vaidya
Vice President (Compliance) and Company Secretary

Dated: March 16, 2006
Place: Mumbai