Public Announcement

For the attention of the shareholders of

Saurashtra Chemicals Limited

(Regd. Office: Birlasagar, Porbandar – 360 576)

CASH OFFER FOR ACQUISITION OF EQUITY SHARES FROM SHAREHOLDERS

This Public Announcement ("PA") is being issued by SBI Capital Markets Limited ("Manager to the offer") on behalf of Nirma Chemical Works Ltd. ("the Acquirer" or "NCWL") pursuant to Regulations 10 and 12 and in compliance with the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 1997 and subsequent amendments thereto ("the Regulations").

1 BACKGROUND TO THE OFFER

1.1 Saurashtra Chemicals Limited ("SCL" or "the Target Company") had an outstanding debt of Rs. 29,227.28 lacs as on 30.9.2004. Subsequently, State Bank of India ("SBI") which had a working capital exposure to SCL and Industrial Finance Corporation of India Ltd. ("IFCI"), Industrial Development Bank of India Ltd. ("IDBI") and ICICI Bank Ltd. ("ICICI"), which had term lending exposures to SCL, assigned their individual share of loans, along with the associated rights to Asset Reconstruction Company (India) Limited ("ARCIL").

1.2 ARCIL was engaged in exploring the possibility of sale of business of SCL, and for this purpose had floated an Invitation for Expression of Interest ("IEI"), dated 26.10.2004 for the purchase of business of SCL - by way of sale of equity shares aggregating 32.22% of the paid up equity capital of SCL, held by Saurashtra Welfare Foundation and Mysore Cements Limited, with the consent of these shareholders. Under the bidding process set by ARCIL in the IEI, the Acquirer was declared as the "best expressor" and was invited by ARCIL to acquire the business of SCL in terms of its bid.

1.3 Accordingly, the Acquirer acquired equity shares of SCL under the Share Purchase Agreement ("SPA") between NCWL and Saurashtra Welfare Foundation dated 28.6.2005. Through this SPA, NCWL has acquired 52,46,593 equity shares of Rs 10/- each from Saurashtra Welfare Foundation in the capital of SCL, representing 16.07% of the paid-up equity share capital of the Target Company as on 31.3.05 at a price of Re. 1/- per fully paid up equity share.

1.4 In addition, certain pledged equity shares and preference shares, along with secured debt and certain working capital debt have been transferred from ARCIL, through a separate agreement, to the Acquirer, Nirma Credit & Capital Limited ("NCCL") and Nirma Industries Limited ("NIL") (collectively deemed to be Persons Acting in Concert "PACs" within the meaning of Regulation 2(1)(e)(1) of the Regulations.)

The details of the acquisition of equity shares pledged and preference shares (along with the associated rights) by the Acquirer and PACs are given below:

1.4.1 Pledged equity shares

i) Proportionate rights, including any right to enforce the underlying security interests from the date of the agreement with ARCIL, in respect of pledge of 52,73,379 shares held by Mysore Cements Limited representing 16.15% of the paid-up equity share capital of the Target Company have been transferred to NCWL.

1.4.2 Preference shares

i) 10,00,000 16% redeemable cumulative preference shares of Rs. 100/- each, 32,44,000 14.5% non-convertible redeemable cumulative preference shares of Rs. 10/- each and 23,32,000 16% non-cumulative redeemable optionally convertible preference shares of Rs. 100 each have been purchased by NIL from ICICI.

ii) 49,22,000 16% non-cumulative redeemable optionally convertible preference shares of Rs 100 each held by Birla VXL Limited have been transferred to NCWL.

iii) 30,35,000 16% non-cumulative redeemable optionally convertible preference shares of Rs 100 each held by IDBI have been transferred to NCCL.

There has been a default in the payment of dividend on cumulative preference shares since the last two years preceding the date of PA.

There has been a default in the payment of dividend on non-cumulative preference shares since the last two years from the financial year immediately preceding the date of PA.

1.5 Apart from the above, there was a one-time settlement of debt with working capital lenders, Union Bank of India and UCO Bank.

1.6 The mode of consideration for the acquisition of equity shares and preference shares and settlement of secured and working capital debt was cash.

2 THE OFFER

2.1 Nirma Chemical Works Ltd. ("the Acquirer" or "NCWL"), a company incorporated under the Companies Act, 1956 having its registered office at Nirma House, Ashram Road, Ahmedabad – 380009, is making this offer pursuant to Regulations 10 and 12 of the Regulations to the shareholders of SCL to acquire upto 65,30,750 fully paid-up equity shares of Rs. 10/- each representing 20% of the fully paid up equity share capital of SCL, at a price of Rs.3/- (Rupees Three only) (the "Offer Price") per fully paid up equity share payable in cash in terms of Regulations 20 and 21 of the Regulations (the "Offer" or "Open Offer").

2.2 PACs are not acquiring the shares of SCL along with NCWL for the purpose of the Open Offer.

2.3 NIL holds 1,75,000 equity shares of SCL. The said shares have been received in the year 2000, as per the Scheme of Arrangement approved by the Gujarat High Court for Birla VXL Limited in the ratio of 1 equity share of Saurashtra Chemicals Ltd against 2 equity shares held in Birla VXL Limited.

2.4 Other than the aforementioned shares, NCWL, NCCL and NIL do not hold any other shares of SCL and have not acquired any shares of SCL in the period of 12 months prior to the date of this PA.

2.5 The Offer is not conditional on any minimum level of acceptance. The Acquirer will acquire all valid equity shares of SCL that are tendered in terms of this Offer subject to the conditions mentioned.

2.6 In case the number of equity shares tendered for sale by the shareholders are more than the equity shares agreed to be acquired under the offer, the Acquirer shall accept the offers received from the shareholders on a proportional basis as per Regulation 21 (6) of the Takeover Regulations in consultation with the Manager to the offer, taking care to ensure that the basis of acceptance is decided in a fair and equitable manner.

2.7 There are no other PACs other than those mentioned in paragraph 1.4.

2.8 This is not a competitive bid.

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

2.10 SBI Capital Markets Limited, the 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.

2.11 The shares of SCL are listed on the Saurashtra Kutch Stock Exchange Limited (SSE), Rajkot.

2.12 As per the information provided by the Acquirer, the shares are infrequently traded on this exchange within the meaning of Regulation 20 of the Regulations. The offer price of Rs 3/- per fully paid-up equity share of SCL has been justified based on the parameters u/s. 20(5) of the Regulations as under:

2.12.1 The negotiated price under the agreement referred to in sub regulation (1) of Regulation 14: Re. 1/- per equity share

2.12.2 The highest price paid by the Acquirer or PAC for acquisitions, if any, including by way of allotment in a public or rights or preferential issue during the 26 week period prior to the date of public announcement: Not Applicable

2.12.3 SCL is a loss making company and hence financial parameters such as RONW, EPS, PE, etc. are not applicable. Based on the audited financials for the 18 months ended 30.9.2004, SCL had an Earnings Per Share ("EPS") of Rs. (20.66), Book Value per Share of Rs. (50.56) and a negative Return on Net Worth ("RONW"). For the six months ended 31.3.2005, SCL had an Earnings Per Share of Rs. (9.22).

Considering the above parameters under Regulation 20 (5), the offer price of Rs. 3/- per equity share is justified.

3 INFORMATION ON NIRMA CHEMICAL WORKS LIMITED, THE ACQUIRER

3.1 Nirma Chemical Works Ltd. ("Acquirer" or "NCWL") [Regd. Office: Nirma House, Ashram Road, Ahmedabad – 380009, Tel: 079-27546565, Fax: 079- 27546605] was incorporated in 1994.

3.2 The shareholding pattern of NCWL as on 22.6.2005 is as follows:

S. No.	Name of the Shareholder	No. of Shares Held	%age Stake
1.	Shri Ambubhai M Patel	48,500	97.00
2.	Smt. Shantaben K Patel	250	0.50
3.	Shri Hirenbhai K Patel	250	0.50
4.	Shri Rakeshbhai K Patel	250	0.50
5.	Naman Soaps & Det. Pvt. Ltd.	250	0.50
6.	Nirchem Soaps & Det Pvt. Ltd.	250	0.50
7.	Shri A M Patel	250	0.50
	Total	**50,000**	**100.00**

3.3 The shares of NCWL are unlisted

3.4 As per the provisional financial results for the year-ended 31.3.2005, NCWL had a net worth of Rs. 53,084.76 lacs with total income of Rs. 6,055.58 lacs and a loss of Rs. 332.32 lacs. NCWL reported a RONW of (0.63)% and EPS of Rs. (664.65) for the year ended 31.3.2005 and Book Value per share of Rs. 1,06,169.52 as on 31.3.2005.

3.5 As per the audited financial results for the year ended 31.3.2004, NCWL had a net worth of Rs. 53,417.32 lacs with total income of Rs. 1,781.45 lacs and a profit after tax of Rs. 675.60 lacs. NCWL reported a RONW of 1.26% and EPS of Rs. 1,351.20 for the year ended 31.3.2004 and Book Value per share of Rs. 16,834.64 as on 31.3.2004.

4 INFORMATION ON PACs

4.1 Nirma Credit & Capital Limited

4.1.1 Nirma Credit & Capital Limited. ("PAC" or "NCCL") [Regd. Office: Nirma House, Ashram Road, Ahmedabad – 380009, Tel: 079-27546565, Fax: 079- 27546605], is an investment company incorporated in 1984.

4.1.2 The shareholding pattern of NCCL as on 22.6.2005 is as follows:

S. No.	Name of the Shareholder	No. of Shares Held	%age Stake
1.	Shri Karsanbhai K. Patel	2,797	27.97
2.	Smt Shantaben K. Patel	2,000	20.00
3.	Shri Hirenbhai K. Patel	2,000	20.00
4.	Shri Rakeshbhai K. Patel	3,200	32.00
5.	Smt. Rajalben H. Patel	1	00.01
6.	Smt. Keyuriben R. Patel	1	00.01
7.	Smt. Punitaben K. Patel	1	00.01
	Total	**10,000**	**100.00**

4.1.3 The shares of NCCL are unlisted

4.1.4 As per the provisional financial results for the year-ended 31.3.2005, NCCL had a net worth of Rs. 2,333.06 lacs with total income of Rs. 96.34 lacs and a profit after tax of Rs. 13.91 lacs. NCCL reported a RONW of 0.60% and EPS of Rs. 139.08 for the year ended 31.3.2005 and Book Value per share of Rs. 23,330.60 as on 31.3.2005.

4.1.5 As per the audited financial results for the year ended 31.3.2004, NCCL had a net worth of Rs. 2,319.16 lacs with total income of Rs. 300.74 lacs and a profit after tax of Rs. 146.32 lacs. NCCL reported a RONW of 6.31% and EPS of Rs. 1,463.15 for the year ended 31.3.2004 and Book Value per share of Rs. 23,191.56 as on 31.3.2004.

4.2 Nirma Industries Limited

4.2.1 Nirma Industries Limited. ("NIL") [Regd. Office : Nirma House, Ashram Road, Ahmedabad – 380009 , Tel: 079-27546565, Fax: 079- 27546605], is engaged in the agricultural produce and trading activities of shares and securities. It was incorporated in 1979.

4.2.2 The shareholding pattern of NIL as on 22.6.2005 is as follows:

S. No.	Name of the Shareholder	No. of Shares Held	%age Stake
1.	Shri Karsanbhai K. Patel	18,351	98.562
2.	Shri Manilal K. Patel	263	1.413
2.	Smt Shantaben K Patel	1	0.005
3.	Shri Hirenbhai K. Patel	1	0.005
4.	Shri Rakeshbhai K. Patel	1	0.005
6.	Smt. Keyuriben R. Patel	1	0.005
7.	Smt. Rajalben H. Patel	1	0.005
	Total	**18,619**	**100.00**

4.2.3 The shares of NIL are unlisted

4.2.4 As per the provisional financial results for the year-ended 31.3.2005, NIL had a net worth of Rs. 2,847.09 lacs with total income of Rs. 464.60 lacs and a profit after tax of Rs. 146.99 lacs. NIL reported a RONW of 5.16% and an EPS of Rs. 789.46 for the year ended 31.3.2005 and Book Value per share of Rs. 15,291.32 as on 31.3.2005.

4.2.5 As per the audited financial results for the year ended 31.3.2004, NIL had a net worth of Rs. 2,700.10 lacs with total income of Rs. 6,162.79 lacs and a loss of Rs. 358.93 lacs. NCCL reported a RONW of (13.29)% and EPS of Rs. (1,927.76) for the year ended 31.3.2004 and Book Value per share of Rs. 14,501.85 as on 31.3.2004.

5 INFORMATION ON SAURASHTRA CHEMICALS LIMITED, THE TARGET COMPANY

5.1 Saurashtra Chemicals Ltd. ("SCL" or "the Target Company") [Regd. Office: Birlasagar, Porbandar - 360576, Tel: 0286 -2242479, Fax 0286 - 2245431] was incorporated under Companies Act, 1956 on 22.8.1951. The Company is engaged in the business of manufacture of inorganic chemicals. The company is registered with Bombay Relief Undertaking Act and the registration has been extended vide notice of Labour and Employment Department, Sachivalaya, Gandhinagar vide its letter No. GHR/2005/72/BRU/2005/05/M(3) dated 14.6.2005 from 5.6.2005 to 4.6.2006.

5.2 The equity shares of SCL are listed on SSE and are infrequently traded.

5.3 The shareholding pattern of SCL as on 30.9.2004 is as follows

S. No.	Name of the Shareholder	No. of Shares Held	%age Stake
A	**Promoter's holding**		
1	Promoter		
	Indian Promoters incl Associates		
	Saurashtra Welfare Foundation	52,46,603	16.07
	Others	1,17,500	0.36
2	Persons deemed to be acting in concert		
	Gujarat State Investment Ltd	30,86,860	9.45
	Mysore Cements Ltd.	52,73,379	16.15
	Others	6,20,630	1.90
	Sub-Total	**1,43,44,972**	**43.93**
B	**Non-promoter holding**		
3	Institutional Investors		
a.	Mutual Funds & UTI		
	Mutual Funds	13,857	0.04
	Unit Trust of India	5,18,451	1.59
b.	Banks, Financial Institutions, Insurance Company		
	Banks	55,439	0.17
	Financial Institutions	71,344	0.22
	Life Insurance Corporation	28,18,314	8.63
	General Insurance Corporation	4,57,157	1.41
	National Insurance Co. Ltd.	3,71,929	1.14
	Others	6,34,645	1.94
c.	FIIs		
	The Indiaman Fund (Mauritius) Ltd.	10,00,000	3.06
	Others	862	0.00
	Sub-Total	**59,41,998**	18.20
4	Others		
a.	Private Corporate Bodies	6,85,837	2.10
b.	Indian Public	99,74,494	30.55
c.	NRIs/OCBs		
	Non-Resident Indians	5,27,528	1.62
	Magnus Capital Corporation Ltd	5,75,000	1.76
	Empire Intl Holdings Ltd	3,50,000	1.07
	Others	2,50,000	0.76
d.	Any Other		
	Foreign Nationals	666	0.00
	Directors/Relatives	3,237	0.01
	Sub-Total	**1,23,66,762**	**37.87**
	Total	**3,26,53,732**	**100.00**

5.4 As per the un-audited financials for the six-month period ended 31.3.2005, SCL reported a total income of Rs. 15,925.56 lacs and a loss of Rs. 2,768.91 lacs.

5.5 As per the audited financials for 18 months ended 30.9.2004, SCL had a capital of Rs. 3,265.37 lacs and reserves of Rs. 1,611.74 lacs. Miscellaneous expenditure to the extent not written off amounted to Rs. 93.32 lacs and accumulated losses aggregated Rs. 21,292.16 lacs. The Company reported total income of Rs. 37,872.98 lacs and reported a loss of Rs. 6,021.79 lacs during the said period.

5.6 As on 31.3.2005, the total paid-up equity capital of SCL stands at Rs. 3,265.37 lacs comprising 3,26,53,732 fully paid up equity shares of face value of Rs.10/- each. The Company has 32,44,000 preference shares of Rs. 10 each and 1,48,38,450 preference shares of Rs. 100 each as on 31.3.2005.

5.7 SCL had an outstanding debt, excluding current liabilities, of Rs. 29,227.28 lacs as on 30.9.2004.

6 REASONS FOR THE ACQUISITION/OFFER AND FUTURE PLANS

6.1 This Offer to the equity shareholders of SCL is made pursuant to Regulations 10 and 12, of the Regulations as explained in paragraph 1 and 2 above and for substantial acquisition of shares and control of SCL

6.2 The acquisition is made from a perspective of reviving SCL's operations and capitalizing on inherent strengths of the business.

6.3 The Acquirer does not have any plans to dispose of or otherwise encumber any assets of SCL in the next two years, except in the ordinary course of business of SCL and except to the extent required for the purpose of restructuring and/ or rationalisation of assets, investments, liabilities or otherwise of SCL. It will be for the Board of Directors of SCL to take appropriate decisions in these matters, as per the requirements of the business. Such decisions shall be in accordance with laws and regulations applicable at that time. In case, the Acquirer decides to sell, dispose or otherwise encumber any substantial asset of SCL, it shall do so with prior approval of the shareholders of SCL.

7 STATUTORY APPROVALS AND CONDITIONS OF THE OFFER

7.1 The offer is subject to NCWL/PACs obtaining approval from Reserve Bank of India ("RBI") under the Foreign Exchange and Management Act, 1999 (FEMA) for payment to non-resident shareholders of SCL.

7.2 The offer is subject to NCWL/PACs obtaining approval, if any, from Financial Institutions/Banks

7.3 SCL is registered with Bombay Relief Undertaking Act and the registration has been extended vide notice of Labour and Employment Department, Sachivalaya, Gandhinagar vide its letter No. GHR/2005/72/BRU/2005/05/M(3) dated 14.6.2005 from 5.6.2005 to 4.6.2006. The offer is subject to NCWL/PACs obtaining approval, if any, under Bombay Relief Undertaking Act.

7.4 Other than as mentioned in this PA, there are no other statutory approvals required to acquire shares that are tendered pursuant to this Offer as on the date of this PA. If any other statutory approvals become applicable, the Offer would be subject to such statutory approvals.

7.5 However, in case of non-receipt of statutory approval within time, SEBI has the power to grant extension of time to the Acquirer for payment of consideration to shareholders, subject to the Acquirer agreeing to pay interest in accordance with Regulation 22(12) of the Regulations.

7.6 The Acquirer reserves the right to withdraw the Offer in the event of the requisite approvals being refused. In the event of withdrawal, a Public Announcement would be made in the same newspapers in which this original Public Announcement is being made.

8 FINANCIAL ARRANGEMENTS FOR THE OFFER

8.1 The Acquirer has made firm financial arrangements to meet their obligations in full under the Offer. For this purpose, NCWL intends to meet its obligations by utilising its internal resources.

8.2 The maximum consideration payable by the Acquirer in case of full acceptance of the Offer would be Rs. 1,95,92,250/-. In accordance with the provisions of Regulation 28 of the Regulations, the Acquirer has created an Escrow Account in the form of a cash deposit of Rs.1,95,92,250/- (representing 100% of the maximum purchase consideration payable in terms of the Offer) in favor of Bank of Baroda, Gandhi Road (Main), Ahmedabad – 380001, Tel: 079-25391871, Fax: 079-25352813. The Acquirer has empowered the Manager to the Offer to realize the value of the Escrow Account under the Regulations.

8.3 On the basis of the above, the Manager to the Offer has satisfied itself about the ability of the Acquirer to implement the Offer in accordance with the Regulations.

9 OTHER TERMS OF THE OFFER

9.1 A Letter of Offer together with the related Form of Acceptance-cum-Acknowledgement and Transfer Deed will be mailed to the shareholders of SCL (except the Acquirer and the PAC) whose names appear on the Register of Members of SCL at the close of business on 4.7.2005 - ("Specified Date").

9.2 The Acquirer has appointed M/s MCS Limited as the Registrar to the Offer

9.3 Shareholders who wish to tender their shares will be required to send the Form of Acceptance-cum-Acknowledgement, original Share Certificate(s) and transfer deed(s) duly signed, to the Registrar to the Offer, MCS Limited, either by hand delivery at the Collection Centres mentioned below during normal business hours or by Registered Post to Mr. Ashok Gupta, MCS Limited, Sri Venkatesh Bhavan, Plot No. 27, Road No. 11, MIDC Area, Andheri (East), Mumbai - 400093, so that the same are received on or before the closure of the Offer, in accordance with the instructions specified in the Letter of Offer and the Form of Acceptance-cum-Acknowledgement.

9.4 The Registrar has set up the following collection centres for tendering of the shares in this Offer:

No	Name & Address of the Collection Centre	Contact Person	Mode of Delivery	Telephone No.	Fax No.
01	MCS Limited 101, Shatdal Complex, 1st Floor Opp Bata Showroom Ashram Road Ahmedabad 380 009	Mr. Mahendra Singh	Hand Delivery	079-26582878	079-26584027
02	MCS Limited Neelam Apartments 88, Sampatrao Colony B/H Standard Chartered Bank Alkapuri, Baroda 390 007	Mr. J P Mehta	Hand Delivery	0265-2339397	0265-2341639
03	MCS Limited 77-2A, Hazra Road 3rd & 5th Floor Kolkata 700 029	Mr. S K Jhanwar	Hand Delivery	033-24767350	033-24747674
04	MCS Limited Sri Venkatesh Bhavan Plot No.27, Road No.11 MIDC Area, Andheri East Mumbai 400 093	Mr. Ashok Gupta	Registered Post / Hand Delivery	022-28215235	022-28350456
05	MCS Limited C/o GNSA Investor Services (P) Ltd. 18/1, Balaiah Avenue, Luz Mylapore, Chennai 600004	Mr. N Swaminathan	Hand Delivery	044-24661976	044-24662448
06	MCS Limited C/o Agarwal Infin Consultants (P) Ltd. 503, Gurukripa Tower C 43, Mahavir Marg, C Scheme Jaipur 302001	Mr. Sunil Dutt Vyas	Hand Delivery	0141 2368071	0141 2369250
07	MCS Limited C/o Venus Consultants 213 Sterling Apartments Jawahar Road Rajkot 360 001	Mr. Vinod Parekh	Hand Delivery	0281 2229790	0281 2222813

Business Hours Monday to Friday : 10.00 A.M. to 1:00 P.M. and 2:00 P.M. to 4:00 P.M.
Saturdays : 10:00 A.M. to 1:00 P.M.

Holidays Sundays and Bank Holidays

9.5 Other than the Acquirer and the PAC, all owners of shares, registered or unregistered, who own the shares at any time prior to the closure of the Offer are eligible to participate in the Offer. Unregistered owners or registered holders who do not receive a copy of the Letter of Offer can send their application in writing to the Registrar to the Offer, on plain paper stating name, address, number of shares held, number of shares offered, Distinctive Nos. and Folio No., together with the original Share Certificate(s), valid transfer deeds and the original contract note issued by the broker through whom they acquired their shares so that the same are received on or before the closure of the Offer. No indemnity is required from the unregistered owners.

9.6 In terms of Regulation 22 (5A) of the Regulations, shareholders desirous of withdrawing the acceptance tendered by them in the Offer may do so upto 3 working days prior to the closure of the Offer. The withdrawal option can be exercised by submitting the documents as per the instructions below so as to reach the Registrar to the Offer at any of the Collection Centres mentioned above, as per the mode of delivery indicated therein on or before 6.9.2005.

9.7 The withdrawal option can be exercised by submitting the Form of Withdrawal as enclosed with the Letter of Offer. In case of non-receipt of Form of Withdrawal, the withdrawal option can be exercised by making a plain paper application along with the Name, Address, Distinctive No.s, Folio No.s, Number of shares tendered.

9.8 Unaccepted/Withdrawn Share Certificates, transfer forms and other documents, if any, will be returned to the sole/first shareholder by Registered Post/Speed Post at the shareholders'/unregistered owners' sole risk.

9.9 A schedule of some of the key events in respect of the Offer is as under:

Activity	Date	Day
Specified Date*	4-Jul-2005	Monday
Last date for competitive bid	23-Jul-2005	Saturday
Last Date by which Letter of Offer will be despatched to the shareholders	12-Aug-2005	Friday
Offer Opens On	23-Aug-2005	Tuesday
Last date to withdraw acceptance tendered by shareholders	6- Sep -2005	Tuesday
Last date for revising the Offer Price/ offer size	31-Aug-2005	Wednesday
Offer Closes On	12-Sep-2005	Monday
Last Date for communicating rejection/acceptances (in part or full) & mailing of consideration for the applications accepted	27-Sep-2005	Tuesday

*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 the shares of SCL (except the Acquirer and the PACs) are eligible to participate in the Offer anytime before the closure of 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, shall have the option to withdraw acceptance tendered by them up to 6.9.2005, being three working days prior to the date of closure of the Offer.

10.2 If there is any upward revision in the Offer Price before the last date of revision (i.e. 31.8.2005, being 7 working days prior to closure of the Offer) or withdrawal of the Offer, the same would be informed by way of Public Announcement in the same newspapers where the original PA appears. Such revised Offer Price would be payable to all shareholders who tendered their shares at any time during the Offer and whose shares were accepted under the Offer.

10.3 If there is a competitive bid/offer:

- The offers under all the subsisting bids shall close on the same date.
- As the offer price cannot be revised during 7 working days prior to the closing date of the offers, 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 offer and tender their acceptance accordingly.

10.4 Based on the information available from the Acquirer and the PACs, the Acquirer, PACs and SCL have not been prohibited by SEBI from dealing in securities in terms of directions issued under Section 11B of SEBI Act.

10.5 Pursuant to Regulation 13 of the Regulations, the Acquirer has appointed SBI Capital Markets Ltd. as the Manager to the Offer.

10.6 The Acquirer and PACs accept full responsibility for the information contained in this PA and also for the obligations of the Acquirer as laid down in the Regulations.

10.7 The directors of the Acquirer and PACs accept full responsibility for the information contained in this PA and also for the obligations of the Acquirer and the PAC as laid down in the Regulations.

Eligible persons to the Offer may download a copy of this Public Announcement from SEBI's website at www.sebi.gov.in. Eligible persons to the Offer may also download a copy of the Letter of Offer and Form of Acceptance-cum-Acknowledgement, which will be available on SEBI's website www.sebi.gov.in from the Offer opening date, i.e. 23.8.2005, and can apply on the same.

Issued on Behalf of
Nirma Chemical Works Ltd.
By the Manager to the Offer

SBI Capital Markets Limited

SBI Capital Markets Limited
202 Maker Tower E, Cuffe Parade
Mumbai - 400 005
Tel.: (022) 2218 9166 , Fax: (022) 2218 6367
Contact Person: Ms. Sheila Joseph
E-mail: sheila.joseph@sbicaps.com

Registrar to the Offer

MCS LIMITED

MCS Limited
Sri Venkatesh Bhavan, Plot No.27,
Road No.11, MIDC Area,
Andheri East, Mumbai 400 093
Tel: (022) 28215235, Fax: (022) 28350456
Contact Person: Mr. Ashok Gupta

Place: Mumbai
Date: 2.7.2005