

# Post Offer Public Announcement to the equity shareholders of SINTEX INDUSTRIES LIMITED

This Post Offer Announcement ("Announcement") is being issued by Ambit Corporate Finance Private Limited as Manager to the Offer on behalf of Lightwood Investment Ltd (hereinafter referred to as the "Acquirer" / "Lightwood") to the shareholders of Sintex Industries Limited ("Sintex" / "Target Company") regarding the Offer. This Announcement is in continuation of, and should be read in conjunction with, the Public Announcement dated December 8, 2004 (the "PA"), the Revised Public Announcement dated February 24, 2005 and the Letter of Offer dated February 23, 2005 issued to the shareholders of Sintex Industries Limited in terms of the applicable provisions of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 1997 and subsequent amendments thereto upto the date of the PA (the "SEBI Takeover Code"). The terms used, but not defined in this Announcement, will have the same meaning assigned to them in the PA and the Letter of Offer.

The Offer details are as under:

|    |                                     |                                                                                                                         |
|----|-------------------------------------|-------------------------------------------------------------------------------------------------------------------------|
| 1. | Name of the Target Company          | Sintex Industries Limited<br>Near Seven Garnala, Kalol, North Gujarat,<br>Gandhinagar - 382 721, Gujarat                |
| 2. | Name of Acquirer                    | Lightwood Investment Ltd<br>Registered and Corporate Office : 10 Frere Felix de Valois Street,<br>Port Louis, Mauritius |
| 3. | Name of Manager to the Offer        | Ambit Corporate Finance Private Limited                                                                                 |
| 4. | Name of Registrar to the Offer      | Intime Spectrum Registry Limited                                                                                        |
| 5. | Offer Details                       |                                                                                                                         |
|    | Date of Public Announcement         | : December 8, 2004                                                                                                      |
|    | Date of Revised Public Announcement | : February 24, 2005                                                                                                     |
|    | Date of opening of the Offer        | : March 2, 2005                                                                                                         |
|    | Date of closure of the Offer        | : March 21, 2005                                                                                                        |
|    | Date of dispatch of consideration   | : April 5, 2005                                                                                                         |

## 6. Details of the acquisition

| Sr. No. | Item                                                                                                          | Proposed in the Offer document                                                                                                                                                                                                                    |                                                | Actuals                                                                                                                                                                                                                                                                                                                                                                                                                      |                                                |
|---------|---------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------|
| I       | Offer Price                                                                                                   | Rs. 286.41 per Share                                                                                                                                                                                                                              |                                                | Rs. 286.41 per Share                                                                                                                                                                                                                                                                                                                                                                                                         |                                                |
| II      | Share holding of Acquirer before MOU / Public Announcement                                                    | Nil                                                                                                                                                                                                                                               |                                                | Nil                                                                                                                                                                                                                                                                                                                                                                                                                          |                                                |
| III     | Shares acquired by way of MOU (No. & %)                                                                       | 3,000,000 Shares<br>i.e. 17.08 %*<br>and<br>2,900,000 warrants optionally convertible into equivalent number of Shares at an exercise price of Rs. 280.10 per Share                                                                               |                                                | 3,000,000 Shares<br>i.e. 17.08%*<br>and<br>2,900,000 warrants optionally convertible into equivalent number of Shares at an exercise price of Rs. 280.10 per Share<br><br>The Acquirer was issued 915,000 equity shares of Sintex Industries Limited pursuant to the conversion of 915,000 warrants held by the Acquirer in Sintex Industries Limited prior to the expiry of 15 days after the Date of Closure of the Offer. |                                                |
| IV      | Shares acquired in the Offer (No. & %)                                                                        | 3,695,333 Shares<br>i.e. 20.00%#                                                                                                                                                                                                                  |                                                | 14,325 Shares<br>i.e. 0.08%#                                                                                                                                                                                                                                                                                                                                                                                                 |                                                |
| V       | Size of the Offer (No. of shares multiplied by Offer Price)                                                   | Rs. 1,058,380,325<br>(assuming full subscription at Offer Price)                                                                                                                                                                                  |                                                | Rs. 4,102,823.25                                                                                                                                                                                                                                                                                                                                                                                                             |                                                |
| VI      | Shares acquired after the PA but before 7 working days prior to closure date, if any ( No. & % )              | The Acquirer had stated that it may convert up to 915,000 warrants into equivalent number of equity shares i.e. 4.95%# at an exercise price of Rs. 280.10 per equity share prior to the expiry of 15 days after the Date of Closure of the Offer. |                                                | On March 16, 2005 the Acquirer was issued the letter of allotment for 915,000 equity shares of Sintex Industries Limited pursuant to the conversion of 915,000 warrants, at an exercise price of Rs. 280.10 per equity share, held by the Acquirer in Sintex Industries Limited i.e. 4.95%#. The share certificates were issued on March 23, 2005.                                                                           |                                                |
| VII     | Post Offer shareholding of the Acquirer upon transfer of shares accepted under Offer (No. & %) (II+III+IV+VI) | 7,610,333 Shares<br>i.e. 41.19%#<br>and<br>1,985,000 warrants optionally convertible into equivalent number of Shares                                                                                                                             |                                                | 3,929,325 Shares<br>i.e. 21.27%#<br>and<br>1,985,000 warrants optionally convertible into equivalent number of Shares                                                                                                                                                                                                                                                                                                        |                                                |
| VIII    | Pre & Post Offer share holding of other public (No. & %)                                                      | Pre Offer<br>8,346,835 Shares<br>i.e. 45.18%#                                                                                                                                                                                                     | Post Offer<br>4,651,502 Shares<br>i.e. 25.18%# | Pre Offer<br>8,346,835 Shares<br>i.e. 45.18%#                                                                                                                                                                                                                                                                                                                                                                                | Post Offer<br>8,332,510 Shares<br>i.e. 45.10%# |

\* of the expanded capital of the Target Company after the preferential issue i.e. 17,561,664 Shares

# Considering the conversion of 915,000 warrants into equivalent number of Shares, the expanded capital of the Target Company after the preferential issue and conversion of warrants would be 18,476,664 Shares

7. Escrow Account is released.

8. No interest is payable under the Offer.

9. There are no pending complaints regarding the Offer as on date.

10. This Announcement would also be available on SEBI website <http://www.sebi.gov.in>

The Acquirer, represented by its board of directors, accept responsibility for the information contained in this Post Offer Announcement and also for fulfilling their obligations as laid down in the SEBI Takeover Code.

Issued by :



**Ambit Corporate Finance Private Limited**

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**On behalf of Lightwood Investment Ltd**

Date : May 10, 2005

Place: Mumbai