

**POST OFFER ADVERTISEMENT UNDER REGULATION 18(12) IN TERMS OF SEBI
(SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011 TO THE SHAREHOLDERS
OF SWAGRUHA INFRASTRUCTURE LIMITED (FORMERLY KNOWN AS MEMORY POLYMERS LIMITED)**

**Registered Office: 6-2-30/B, 203, Empress Court, Lakadikapool, Khairatabad,
Hyderabad-500004; Tel.: 040-66658880, 30688099.**

Open Offer for Acquisition of 17,82,248 Equity Shares from Shareholders of **Swagruha Infrastructure Limited** (herein after referred to as the "**Target Company**" or "**TC**" or "**SIL**") (Formerly Memory Polymers Limited) by Mrs. Somaraju Lakshmi Kalyani (Alias Mrs. Nirogi Lakshmi Kalyani) (herein after referred to as "**Acquirer**").

This Post Offer Advertisement is being issued by Birla Capital and Financial Services Limited ("**BCFSL**" or **Manager to the Offer**), on behalf of Mrs. Somaraju Lakshmi Kalyani, in connection with the offer made by the Acquirer, in compliance with Regulation 18(12) of the SEBI (SAST) Regulations, 2011. The Detailed Public Statement ("**DPS**") with respect to the aforementioned offer was made on May 17, 2012 (Thursday) in The Financial Express (English-All Editions), Jansatta (Hindi-All Editions), Prajashakti (Telugu-Hyderabad Edition) and Navshakti (Marathi-Mumbai Edition).

A Corrigendum to the above DPS was made on May 18, 2012 in all the above newspapers.

1. Name of the Target Company : Swagruha Infrastructure Limited (Formerly Memory Polymers Limited)
2. Name of the Acquirer(s) and PAC : **Acquirer's Name:** Mrs. Somaraju Lakshmi Kalyani
PAC: NIL
3. Name of the Manager to the Offer : Birla Capital and Financial Services Limited
4. Name of the Registrar to the Offer : Venture Capital And Corporate Investments Private Limited
5. Offer Details
 - a. **Date of Opening of the Offer** : **July 23, 2012; Monday**
 - b. **Date of Closure of the Offer** : **August 03, 2012; Friday**
6. Date of Payment of Consideration : No shares were tendered and hence no payment is due and payable.
7. Details of Acquisition

Details of Acquisition					
Sr. No.	Particulars	Proposed in the Offer Document		Actuals	
7.1	Offer Price	₹ 5.50 per share payable in cash		₹ 5.50 per share paid in cash	
7.2	Aggregate number of shares tendered	17,82,248 shares		NIL	
7.3	Aggregate number of shares accepted	17,82,248 shares		NIL	
7.4	Size of the Offer (Number of shares multiplied by offer price per share)	₹ 98,02,364		NIL	
7.5	Shareholding of the Acquirer before Agreements/Public Announcement (No. & %)	NIL (0.00)%		NIL (0.00)%	
7.6	Shares Acquired by way of Agreements/SPA				
	• Number	31,26,400 shares		31,26,400 shares	
	• % of Fully Diluted Equity Share Capital	45.61%		45.61%	
7.7	Shares Acquired by way of Open Offer				
	• Number	17,82,248 shares		NIL	
	• % of Fully Diluted Equity Share Capital	26%		NIL (0.00)%	
7.8	Shares acquired after Detailed Public Statement				
	• Number	NIL		NIL	
	• Price of the shares acquired	NIL		NIL	
	• % of Fully Diluted Equity Share Capital	NIL		NIL	
7.9	Post offer share holding of Acquirer				
	• Number	49,08,648 shares		31,26,400 shares	
	• % of Fully Diluted Equity Share Capital	71.61%		45.61%	
7.10	Pre & Post offer shareholding of the Public	Pre-Open Offer	Post-Open Offer	Pre-Open Offer	Post-Open Offer
	• Number	37,28,400	19,46,152	37,28,400	37,28,400
	• % of Fully Diluted Equity Share Capital	54.39%	28.39%	54.39%	54.39%

8. The Acquirer accepts full responsibility for the information contained in this Post Offer Advertisement and also for the obligations under SEBI (Substantial Acquisition of Shares and Takeovers), 2011.
9. A copy of this Post Offer Advertisement will be available on the websites of SEBI & BSE and the registered office of the Target Company.
10. The terms used in this Advertisement and not defined herein, shall have the same meaning assigned to them in the Letter of Offer dated July 10, 2012.



Issued by Manager to the Offer on behalf of the Acquirer:

BIRLA CAPITAL AND FINANCIAL SERVICES LIMITED

SEBI Registration No.: INM000011567

Industry House, 5th Floor, 159 Churchgate Reclamation, Churchgate,

Mumbai-400020. Tel: +91 22 2202 6340; Fax: +91 22 2204 7835;

E-mail: mala@birlacaps.com; Website: www.birlacaps.com

Contact Person: Ms. Mala Soneji

Place : Mumbai

Date : August 08, 2012

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