ADDENDUM TO THE LETTER OF OFFER FOR THE ATTENTION OF THE SHAREHOLDERS OF

TIDE WATER OIL COMPANY (INDIA) LIMITED

Registered Office: Yule House, 8, Dr. Rajendra Prasad Sarani, Kolkata - 700001
Tel.: 033-2242 1086; Fax: 033-2242 1087

OPEN OFFER FOR ACQUISITION OF UP TO 2,26,512 EQUITY SHARES REPRESENTING 26% OF THE VOTING SHARE CAPITAL FROM SHAREHOLDERS OF TIDE WATER OIL COMPANY (INDIA) LIMITED ("TARGET COMPANY") BY STANDARD GREASES AND SPECIALITIES PVT. LTD. ("ACQUIRER") TOGETHER WITH JANUS CONSOLIDATED FINANCE PVT. LTD. ("PAC 1"/"JANUS"), ALPHA TC HOLDINGS PTE LTD. ("PAC 2"/"ALPHA") AND TATA CAPITAL GROWTH FUND - I ("PAC 3"/"TCGF"), (COLLECTIVELY THE "PAC") AS THE PERSONS ACTING IN CONCERT WITH THE ACQUIRER ("OFFER"/"OPEN OFFER").

This addendum ("**Addendum**") is in continuation of, and should be read in conjunction with, the letter of offer dated December 3, 2015 ("**LOF**"), which has been dispatched to the Shareholders who hold Equity Shares of the Target Company as on the Identified Date, and the corrigendum to the LOF for upward revision of offer price dated December 10, 2015 ("**Corrigendum**").

Capitalized terms used in this Addendum but not defined shall have the same meaning as assigned to them in the LOF and Corrigendum.

A. <u>Receipt of approval from the Competition Commission of India</u>

As disclosed in sub-paragraph 1 (*Statutory and Other Approvals*) of paragraph VI (*Terms and Conditions of the Offer*) of the LOF, the Offer is subject to receipt of approval from the Competition Commission of India. In this regard, the Acquirer had filed an application dated October 5, 2015 for approval with the Competition Commission of India. Pursuant to its letter no. Comb.Reg.No.: C-2015/10/317 dated December 21, 2015, the Competition Commission of India has informed the Acquirer that it has granted its approval under sub-section (1) of section 31 of the Competition Act 2002.

Accordingly, the payment of consideration to the Shareholders will be as stated in the schedule of activities disclosed in the LOF.

B. <u>Other Information</u>

All other terms and conditions of the Offer set out in the LOF and Corrigendum remain unchanged.

The Acquirer and the PAC accept full responsibility for the information contained in this Addendum.

A copy of this Addendum shall be available on the SEBI website at: www.sebi.gov.in.

This Addendum is being issued by SBI Capital Markets Limited ("**Manager**") for and on behalf of the Acquirer and the PAC to the Shareholders of the Target Company.

MANAGER TO THE OFFER	REGISTRAR TO THE OFFER
SBI Capital Markets Limited **SBI CAPITAL MARKETS LIMITED** 202, Maker Tower 'E', Cuffe Parade, Mumbai - 400 005 **Tel.:** (91 22) 2217 8300; **Fax:** (91 22) 2218 8332 **E-mail:** two.openoffer@sbicaps.com **Contact Persons:** Ms. Kavita Tanwani/ Mr. Mayank Jhawar **SEBI Registration Number:** INM000003531	LINK INTIME INDIA PVT LTD **LINK INTIME INDIA PVT. LTD.** C-13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (West), Mumbai - 400 078 **Tel.:** (91 22) 6171 5400; **Fax:** (91 22) 2596 0329 **E-mail:** two.offer@linkintime.co.in **Contact Person:** Mr. Ganesh Mhatre **SEBI Registration No.:** INR000004058

Place : Mumbai
Date : December 24, 2015

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