Public Announcement

FOR THE ATTENTION OF THE SHAREHOLDERS OF

Tripex Overseas Limited

*(**Registered Office –** 285, Mezanine Floor, New Cloth Market, Ahmedabad, 380 002, (Gujarat)*

This Public Announcement ("PA") is being issued by Vivro Financial Limited ("Vivro" or the "Manager to the Offer"), on behalf of, M/s Su Finance Private Limited ("SCFPL"), M/s Lakhani Marketing Private Li Mr. Manindersingh S. Jolly and Mr. Ashok P. Jain who are acting in other for the purpose of this open offer (hereinafter collectively re "Acquirers" and individually referred to as the "Acquirer") to the Shareholders of Tripex Overseas Limited (herein after referred to a "Company" or the "Target Company"), pursuant to provisions of Reg and 12 and in compliance with the Securities & Exchange Board of I Acquisition of Shares and Takeovers) Regulations, 1997 (hereinafte "Regulations") and subsequent amendments thereto.

1. The Offer

a. This offer (the "**Offer**") is being made by M/s Surbhi Capital and Financ M/s Lakhani Marketing Private Limited, Mr. Manindersingh S. Jolly and Other than SCFPL, LMPL, Mr. Manindersingh S. Jolly and Mr. Ashok Jai concert with each other for the purpose of this open offer, no other person with the Acquirers for the Offer. Due to the operation of Regulati Regulations, there could be persons who could be deemed to be acting in they are not acting in concert for the purpose of the Offer.

b. On 21st March, 2005, the Acquirers have through their duly constituted A Manindersingh S. Jolly entered into a Share Purchase Agreement (the Saurin N. Shah residing at 12, Arun Society, Paldi, Ahmedabad 380 0 Mehta residing at 3, Veerdharmyug Society, Fatehnagar, Ahmedabad Chaula S. Shah residing at 12, Arun Society, Paldi, Ahmedabad 380 00 promoters of the Target Company (herein after referred to as the "**Prom** also acquired on the same day on Spot Delivery Basis from them, subjec paragraph herein after appearing, 10,00,300 (Ten Lacs and Three Hundre up equity shares representing 19.61% of the total paid-up equity share capit the total voting equity share capital of M/s Tripex Overseas Lim incorporated under the Companies Act, 1956 and having its registere Mezanine Floor, New Cloth Market, Ahmedabad, 380 002, Gujarat, (Targ price of Rs. 6.00 (Rupees Six Only) per fully paid-up equity shares of the payable in cash (herein after referred to as the "**Negotiated Price**"). The t for the equity shares acquired as mentioned above is Rs. 60,01,800 (Rupee Thousand and Eight Hundred Only) and that triggered the Securities & E India (Substantial Acquisition of Shares and Takeovers) Regulations, referred acquisition of shares were as under:

Name of the Promoter Seller	**Shares Agreed to be acquired under the SPA by Mr. Manindersingh S. Jolly**	**Shares Agreed to be acquired under the SPA by Mr. Ashok P. Jain**	**Shares Agreed to be acquired under the SPA by SCFPL**	**Share Agreed be acquire under t SPA b LMPI**
Mrs. Chaula S. Shah	3,00,300	2,49,800	-----	-----
Mr. Jayesh A. Mehta	-----	50,200	2,00,000	99,90(
Mr. Saurin N. Shah	-----	------	------	1,00,10
Total No. of Shares to be Acquired by each Acquirer	**3,00,300**	**3,00,000**	**2,00,000**	**2,00,00**

The summary of the major terms of the SPA are as follows:

- The Acquirers shall comply with all the obligation of an acquirer

Takeover Code and in case of non-compliance with the provision of the SEB
this SPA shall not be acted upon by the parties.

- The Purchasers shall bear the stamp duty payable on the transfer of shar
- Upon the Purchasers acquiring the shares, the Sellers shall cooperate w in restructuring the Board of Directors of the Company.

c. The Acquirers are now making Open Offer in terms of the Securities & E India (Substantial Acquisition of Shares and Takeovers) Regulations, 199' equity shareholders of the TOL to acquire 10,20,000 equity shares repres total equity shares capital of the Company and 20.02% of the total vot Target Company at a price of Rs.10/- per equity share payable in **Price**").The individual Acquirers shall acquire such shares in the following

Name of the Acquirers	**Number of shares of Company to be acquired**
M/s.Surbhi Capital and Finance Private Limited	3,06,000
M/s Lakhani Marketing Private Limited	3,06,000
Mr. Manindersingh S. Jolly	2,04,000
Mr. Ashok P. Jain	2,04,000
Total:	**10,20,000**

d. In order to calculate the 20.02 % of the voting capital to make the Oper meaning of Regulation 20(5) of the Regulations, equity shares in which c alongwith interest thereon have been excluded in pursuance of Sec Companies Act, 1956 read with Article 104(a) of the Articles of Associa Company.

e. The Offer is not subject to any minimum level of acceptance from the Sl Company i.e. it is not a conditional offer.

f. The Acquirers are acting in concert with each other for this offer. Other are no Persons acting in concert (PACs) under this offer

g. The Acquirers have acquired 10,00,300 equity shares of Rs. 10/- each rep of the total equity share capital and 19.63% of the total voting capital of th TOL during the 12 months period prior to the date of PA at the price of acquired as mentioned in para 1(b) above.

h. As on the date of this PA, the Acquirers hold 10,00,300 fully paid equi
representing 19.61% of the total equity share capital and 19.63% of the t
of the Company which was acquired as mentioned in para 1(b) above.

i. This is not a competitive bid.

j. The offer is not as result of a Global Acquisition resulting in indirect acq
Company.

k. The Manager to the Offer i.e. Vivro Financial Services Pvt. Ltd. does not
the Target Company as on the date of PA. They declare and undertake t
deal in the shares of the Target Company during the period commencing
their appointment as Manager to the offer till the expiry of 15 days from t
of offer.

l. This PA is being issued in Financial Express - English Daily (All Ec
Express -Gujarati Daily, (Ahmedabad edition) and Jansatta – Hindi Daily
per the Regulation 15(1) of the Regulations.

2. The Offer Price

Justification of Offer Price

a. The equity shares of the Company are listed on The Stock Exchange, Mu
The Stock Exchange, Ahmedabad ("**ASE**").

b. The Annualized Trading Turnover of the equity shares of the Company c
preceding six months i.e. from 1st September 2004 to 28th February 2
month in which this PA is required to be made is 3600 equity shares *(Bas
of BSE and the CMIE Data Base)*, being less than 5% of the total listed ec
Company.

c. Based on above information, the equity shares of the Company a
infrequently traded in terms of explanation (i) to Regulation 20(5) of the
hence the Offer Price is determined in accordance with the requirement o
of the Regulations.

d. The Share Price of Rs.10/- per fully paid up equity share of TOL is jus
Regulation 20 (5) of the Takeover Regulations since the same has been
considering following facts:

1.	Negotiated price	

2. Highest price paid by the Acquirers for acquisition including a public or right or a preferential issue during the period of 26 weeks prior to PA	
3. Other parameters	
Year ended	*31*^S
(a) Return on Net Worth	
(b) Earning Per Share (Rs.)	
*(c) Industry Price Earning Ratio**	

**Source: Capital Market, Volume XX/01 dated 14th March, 2005*

e. Since the shares of TOL are infrequently traded on the above mentioned the fair value of shares has been arrived at by considering the above p placing reliance on the Supreme Court Judgment in the Case of Hindustar Union vs. Hindustan Lever Limited [(1995) 83 CC 30] and with due regai CCI Formula for valuation of shares. Accordingly, the fair value has been weighted average of three methods as follows:

Method	**Amount (Rs.) (x)**	**Weights (y)**	**A Y**
1. Value of shares as per Net Assets Method (NAV	9.57	1	
2. Value of shares as per Earning Capitalization Method	0.07	2	
3. Value of Shares as per Imputed Market Price Method	0.10	2	
Total		5	

Fair value of shares	

The above working is certified by Mr. Vasudev Upadhyay, (Members partner of M/s Jain Sheth & Co., Chartered Accountants, having their offi complex, Opp. Gurukul Tower, Gurukul Road, Memnagar, Ahmedab (Telephone No. (079) 27419767 vide their certificate dated 21st March, 20

f. Based on the above information, in the opinion of the Manager to the Off Rs. 10/- per share is being justified in terms of Regulation 20 (5) Regulations.

3. Information about Acquirers

a. Surbhi Capital and Finance Private Limited (SCFPL)

i) **SCFPL** is a company incorporated on 19th July 1995 under the Com having its registered office at 1st Floor, 65, M. G. Road, Goregaon (' 062.

ii) The promoters and the directors of SCFPL are Mr. Ashok P. Jain a Chohan.

iii) SCFPL is presently engaged in the business of making investment in securities and providing loan and advances.

iv) The financial details of SCFPL as on 31st March. 2004 are as follow: Capital is Rs. 1,00,000 divided into 1000 equity shares of Rs. 100 subscribed and paid up capital is Rs.2000 divided into 20 equity share There are no calls in arrears. The shares of the company are not lis Exchange.

There is no operating income for the year ending 31st March, 2004. capital is Rs. 2000. As per the unaudited results as on 12th March, 20 Authorised Share capital as well as Issued , Subscribed and Paid-u Rs.10,00,000 divided into 10,000 equity shares of Rs. 100 each . As on total income and the profit after tax are Rs. Nil and Rs.(10,600) Equity share capital, Reserve and surplus and the earning per shares are and Rs.89,82,000/- and Rs.(0) per share respectively. The return on book value of SCFPL are Rs.(0.11)% and Rs 993.46 per share resp worth of SCFPL is Rs.99.34 Lacs.

v) M/s D. G. Khose & Co., Chartered Accountants (Membership no. 38 office at 20, Amarkunj, J.B. Nagar, Andheri (East) Mumbai 400 05 (022) 2839 0457) have certified vide their certificate dated 12th March, worth of the SCFPL is Rs. 99.34 lacs (Rupees Ninety Nine lacs Thousand Only) as on 12th March 2005.

b. **Lakhani Marketing Private Limited (LMPL)**

i) **LMPL** is a company incorporated on 14th February 1995 under the 1956, having its registered office at 12/D – 1, Esteejeejay Co-op. S

Nagar, Borivli (W), Mumbai, 400 092.

ii) The promoters and the directors of LMPL are Mr. Manindersingh Sushil O. Chichani.

iii) LMPL is presently engaged in the business of making investment in t securities and trading in the same.

iv) The financial details of LMPL as on 31st March 2004 are as follows Capital is Rs. 1,00,000 divided into 1000 equity shares of Rs. 100 e subscribed and paid up capital is Rs. 2000 divided into 20 equity shares There are no calls in arrears. The shares of the company are not lis Exchange.

v) There is no operating income for the year ended 31st March, 2004. capital is Rs.2000. As per the unaudited results as on 12th March, 20 Authorised Share capital as well as Issued, Subscribed and Paid-up Rs.10,00,000 divided into 10,000 equity shares of Rs. 100 each . As on total income and the profit after tax are Rs. Nil and Rs. Nil respect share capital, Reserve and surplus and the earning per shares are R Rs.89,82,000 and Rs. Nil per share respectively. The return on net wo value of LMPL are Rs. 0 % and Rs 992.54 per share respectively. LMPL is Rs.99.25 lacs.

vi) M/s D. G. Khose & Co., Chartered Accountants (Membership no.38 office at 20, Amarkunj, J.B. Nagar, Andheri (East) Mumbai 400 059 (022) 2839 0457) have certified vide their certificate dated 12th March, worth of the LMPL is of Rs. 99.25 lacs (Rupees Ninety Nine Lacs a Thousand only) as on 12th March 2005.

c. **Mr. Manindersingh S. Jolly,** aged 40 years, residing at 28, Vallab Varacha Road, Surat 395006. Mr. Manindersingh S. Jolly is the scienc Tech by qualification and has 20 years experience in manufacturin chemicals. He is presently held the directorship in the following ment RRJ Dyes & Intermediates Limited, Prolife Biochemical Industries Goldstar Chemicals Private Limited, Solvochem Intermediates Priv Lakhani Marketing Private Limited. He is presently a partner of M/s J. M/s Solvochem Industries. His net worth as on the date of PA is Rs. 86.5

M/s D. G. Khose & Co., Chartered Accountants (Membership no. 38 office at 20, Amarkunj, J.B. Nagar, Andheri (East) Mumbai 400 05 (022) 2839 0457) have certified vide their certificate dated 12th March, worth of Mr. Manindersingh S. Jolly is of Rs. 86.51 lacs (Rupees Eig Fifty One Thousand Only). as on 31st March 2004.

d. **Mr. Ashok P. Jain,** aged 38 years, residing at 9, Rajni Gandha A Cotton Mill Compound, Station Road, Bharuch 392002, Gujarat. Mr. As commerce graduate by qualification and has 10 years experience in chem is presently held the directorship in the following mentioned compan Intermediates Limited, Prolife Biochemical Industries Private L Chemicals Private Limited, Solvochem Intermediates Private Limited a & Finance Private Limited . He is presently a partner of M/s J.S. Cl Solvochem Industries. His net worth as on the date of PA is Rs. 63.92 La

M/s D. G. Khose & Co., Chartered Accountants (Membership no. 38 office at 20, Amarkunj, J.B. Nagar, Andheri (East) Mumbai 400 05 (022) 2839 0457) have certified vide their certificate dated 12th March, worth of Mr. Ashok P. Jain is of Rs. 63.92 lacs (Rupees Sixty Three lac Thousand Only) as on 31st March 2004.

e. Relation if any, amongst the Acquirers

Mr. Manindersingh S. Jolly is the Director in LMPL and Mr. Ashok Jai SCFPL.

4. Information of the Target Company - (Tripex Overseas Limited)

a. Tripex Overseas Limited is a Public Limited Company having its Re 285, Mazanine Floor, New Cloth Market, Ahmedabad, 380 002, Gujarat

b. The Company was originally incorporated on 8th September 1995 certificate of commencement of business on 12th September 1995. T been promoted by Mr. Saurin N. Shah, Mr. Jayesh A. Mehta and Mrs The present Directors of the Company are Mr. Saurin N. Shah, Mr. Jaye Pawankumar Agrawal, Mr. Sanjay Patel, Mr. Mahendra Chuhan and Mr.

c. The Authorised Share Capital of the Company as on the date of PA i divided in to 55,00,000 equity shares of Rs. 10/- each . The issued and capital is Rs. 5,10,00,000/- and paid-up share capital is Rs. 5,09,43, 50,90,400 fully paid-up equity shares of Rs. 10/- each and 9600 part shares of Rs. 10/- each. There are calls in arrears amounting to Rs. 57,(9600 Equity shares. The Equity Shares of the Company are listed on The Mumbai (BSE) and the Stock Exchange, Ahmedabad (ASE).

d. As per provisions of the Article 104(a) of the Articles of Associat Company, the partly paid equity shareholders do not carry any voting rig

e. The Target Company is engaged in the business of trading in yarns, fab

f. The total income of the Company for the year ended 31st March 200 lacs and net profit of Rs.0.986 lacs. The net worth of the Company wa as on 31st March 2004. The book value per share as on 31st March 20 earning per share is Rs. 0.019 and return on net worth being 0.20%. As statements, the total income of the Company for the nine months ended 2004 was Rs. 309.66 lacs and net profit of Rs.15.05 lacs. The net wortl was Rs. 502.70 Lacs as on 31st December 2004. (Source: Published ur TOL)

5. Reason for Acquisition, Offer and Future Plans about Target Compa

a. This Offer is being made pursuant to provisions of Regulation 10, 11(compliance with the Securities & Exchange Board of India (Substanti Shares and Takeovers) Regulations, 1997 (hereinafter referred to as "**R** subsequent amendments thereto to the Public Shareholders for the purp of 20% of the total equity capital and 20.02% of the voting capital of th the proposed offer and transfer of shares so acquired under para 1 (b) abo will achieve substantial acquisition of shares and voting rights accompani control and management of the Target Company.

b. The Acquirers have entered into SPA on 21st March, 2005 and acquired basis 10,00,300 (Ten Lacs and Three Hundred only) fully paid-representing 19.61% of the total paid-up equity share capital and 19. voting equity share capital of TOL from the Promoter Sellers. After the sa total holding of the Acquirers in the TOL is amounting to 19.63% of the t share capital of TOL and that resulted in triggering the Securities & E India (Substantial Acquisition of Shares and Takeovers) Regulations, 199

c. The Acquirers by virtue of their managerial and administrative expertise to trading activities in yarn and clothes in large scale by taking ma through acquisition of shares of Target Company.

d. The Acquirers do not have any intention to dispose of or otherwise encur the Company in the next two years from the date of the closure of the o ordinary course of business with the prior approval of the shareholder of t

6. Statutory Approvals

a. No approval from any Bank/ Financial Institution is required for th Offer, to the best of the knowledge of the Acquirers.

b. No statutory approvals are required to the best of the knowledge of acquire the shares that may be tendered pursuant to the Offer.

c. If any other statutory approvals become applicable at a later date, th subject to such statutory approvals.

d. Subject to the receipt of statutory approval, the Acquirers shall comp relating to the Offer including payment of consideration within a perio the Offer Closing Date to those shareholders whose share certificat documents are found valid and in order and are approved for acquisition In case of delay in receipt of any statutory approval, if any, SEBI h extension of time to the Acquirers for the payment of the con shareholders subject to the Acquirers agreeing to pay interest as direct Regulation 22(12). If the delay occurs due to willful default of the Acq the requisites approval, if any, Regulation 22(13) will become applicabl

7. Delisting option to the Acquirers

The Public Shareholding shall not reduce to a level below the limit speci Agreement with the stock exchanges for the purpose of listing on con consequences of the Offer. Hence the provision of Regulation No. 21(3) do not a

8. Financial Arrangements

a. Acquirers have adequate and firm financial arrangements in terms of R out of their business income, investments, personal savings and other as obligations under the open offer. No borrowings from Bank/ Financial I being made for the purpose. The funds to be utilized shall be domestic a funds.

b. The maximum purchase consideration payable by Acquirers in case of offer i.e. 10,20,000 fully equity shares is Rs. 10/- at a price of Rs.10/- pe "**Offer Price**") payable in cash subject to the terms and conditions menti

c. The Acquirers have created an Escrow Account in the form of I Rs.25,50,000/- (being 25 % of the consideration payable) with HDFC Bai (West) Branch, Mumbai, 400062.

d. The Manager to the Offer has been duly authorized by the Acquirers vi 21st March, 2005 to realize the value of escrow account in terms of the R

e. M/s D.G. Khose & Co., Chartered Accountants (Membership No. 38 office at 20, Amarkunj, J.B. Nagar, Andheri (East), Mumbai 400 059, (T 0457) have certified vide their certificate dated 12th March, 2005 that su are available with the Acquirers to fulfill its obligations under the Offer.

f. Manager to the Offer is satisfied that firm arrangement through verifia place and the Acquirers have adequate financial resources to meet the ob offer.

9. Other Terms of the Offer

a. The Letter of Offer together with the Form of Acceptance cum Acknowl mailed to the shareholders of the Company (except to the Acquirers) wh on the Register of Members of the Company and to the beneficial owne the Company whose name appear on the beneficial records of the respec the close of the business on 31st March, 2005 ("Specified Date")

b. Intime Spectrum Registry Limited having their office at C-13, Pa Compound, LBS Marg, Bhandup, Mumbai – 400 078 is acting as the Reg **("Registrar")** and they will be opening a Special Depositary Account ur style of "Intime Spectrum Registry Ltd.–Tripex Overseas Ltd.-Escrow HDFC Bank Ltd., Kamala Mill Compound Branch, Senapati Bapat Ma Mumbai, 400 013 (Tele No. (022)24910492) who is acting as Depositor registered with NSDL. Relevant details viz, DP ID, Client ID, etc. will b Letter of Offer to be mailed to the shareholders of the Company.

c. Beneficial Owners and shareholders holding shares in dematerialize required to send their Form of Acceptance Cum Acknowledgement to th offer either by hand delivery during normal business hours or by regi before the close of the Offer i.e. Tuesday 7th June, 2005, along with delivery instructions in "Off Market" mode or counter foil of the deliv "Off Market" mode, duly acknowledged by the Depository Participant ("' "Intime Spectrum Registry Ltd.– Tripex Overseas Ltd. – Escrow Demat .

d. In addition to the above-mentioned address, the equity shareholde Company who wish to avail of and accept the offer can also deliver the Acknowledgment Form along with all the relevant documents at any centers below in accordance with the procedure as set out in the Letter centers mentioned herein below would be open as follows:

Address	Contact Persons	Mode of Delivery	Phone No.	Fax	E-mail ID
211, Sudarshan Complex, Nr, Mithakhali under Bridge, Navarangpura, Ahmedabad 380 009	Mr. Hitesh Patel	Hand Delivery	079-26465179	079-26465179	ahmedabad@inti

203, Dower House, 197/199, D.N. Road, Mumbai 400 001	Vivek Limaye	Hand Delivery	022 – 22694127	022 – 25672693	vivek@intimespe

e. Shareholders having their depository account in CDSL have to use delivery instruction slip for the purpose of crediting their shares in fav Depository Account with NSDL.

f. Shareholders holding their shares in physical form and who wish to tend shares will be required to send the Form of Acceptance cum Acknowle Share Certificate(s) and Transfer Deed(s) duly signed, to the Registrar t address given above, either by hand delivery during normal business Friday 11.00 a.m. to 4.00 p.m. (excluding Saturday, Sunday and Bank

Registered Post on or before the close of the offer i.e. Tuesday 7 accordance with the instructions specified in the Letter of Offer a Acceptance cum Acknowledgement in an envelope subscribing the sa **Overseas Limited – Offer For Acquisition Of Shares".**

g. All owners of fully paid-up equity shares, registered or unregistered a owners of the shares (except the Acquirers) who own the shares at any closure of the offer are eligible to participate in the offer. Unre shareholders who have not received Letter of Offer can send their appli on a plain paper stating the Name, Address, Number of Shares held, N offered to, Distinctive Numbers, Folio No., together with documents stat reach the Registrar to the Offer on or before Tuesday 7th June, 2 unregistered owners, the same should be accompanied by a copy of issued by the broker through whom they acquired their shares. No inde from the unregistered owners.

h. In case of non-receipt of Letter Of Offer, eligible person may send their
Registrar to the Offer on a plain paper stating the name, address,
distinctive no., folio no., no. of shares offered, along with documents as
so as to reach to the Registrar to the Offer at the above address on or befo
Offer i.e. Tuesday 7th June, 2005 .

i. In case on non-receipt of Letter of offer, the eligible person may obtai
same from the Registrar to the Offer by providing suitable documentar
effect. Such shareholders may also down load the Form of
Acknowledgement from the website of SEBI i.e. http://http://www.sebi.g
be made available from the opening of the Offer.

j. The Registrar to the Offer will hold in trust the shares, Form of
Acknowledgement, if any, and the transfer form(s) on behalf of the sh
Target Company, who have accepted the offer, until the cheques
consideration and / or the unaccepted shares/ share certificates are dispatc

k. Unaccepted Share Certificates, transfer forms and other documents, if any
by Registered Post at the shareholders/ unregistered owners' sole risk
shareholder. Shareholders whose shares are held in dematerialized form
accepted will be intimated by post for the non acceptance.

l. Shares, if any, that are subject matter of litigation wherein the share
precluded from transferring the shares during the pendency of the said li
to be rejected in case directions/ orders regarding these shares are not
with the shares tendered under the offer. The Letter of Offer in som
wherever possible, would be forwarded to the concerned statutory auth
action at their end.

m. Shareholders who have sent their shares for demat need to ensure th getting shares dematerialized is completed well in time so that the cre

Account should be received on or before the date of closure of the Offe June, 2005 else the application would be rejected.

n. In case the shares tendered in the open offer are more than the shares agre by the Acquirers, the Acquirers shall accept all valid application re shareholders on a proportional basis, in consultation with the Manager tc care to ensure that the basis of acceptance is decided in a fair and equi dose not result in non-marketable lots.

o. Acquirers is confident of completing all the formalities pertaining to the said shares, within 15 days from the date of closure of this Offer inclu consideration to the shareholders who have accepted the Offer and for th Special account as provided under Regulation 29.

Provided that where the Acquirers is unable to make payment to the have accepted the offer before the said period of 15 days due to non-re statutory approval, if any, the SEBI may, if satisfied that non-rece statutory approval was not due to any willful default or neglect of the failure of the Acquirers to diligently pursue the application for sucl extension of time for the purpose, subject to the Acquirers agreeing to] Shareholders for delay beyond 30 days, as may be specified by the S time.

p. In accordance with Regulation 22(5)(A) of the Regulations, shareh tendered requisite documents in terms of Public Announcement and Le have option to withdraw acceptance tendered upto 3 working days prior to date. The withdrawal option can be exercised by submitting the for (separately enclosed with the Letter of Offer) and the copy of acknowl from the Registrar to the Offer while tendering the acceptance togethe details

- In case of physical share: name, address, distinctive no. folio no., no. o
withdrawn

- In case of dematerialized shares: name, address, no. shares tendered name, DP ID, Beneficiary Account No., photo copy for delivery in Market” mode or counter foil of the delivery instruction in “Off Ma acknowledged by the DP in favour of the depository escrow account.

In case of non-receipt of form of withdrawal, the withdrawal can be exe an application on the plain paper along with the details mentioned above

10. Schedule of Activities pertaining to the Offer:

ACTIVITY	DAY DAT
Specified Date (for the purpose of determining the names of shareholders to whom the Letter of Offer would be sent)	Thursday,
Last date for Competitive Bid	Thursday, 2005
Date by which Letter of Offer to be posted to the shareholders.	Monday,
Date of Opening of the Offer	Wednesda 2005
Last date for revising the offer price / Number of shares	Monday 3
Last date up to which shareholders may withdraw	Friday 3rd
Date of Closure of the Offer	Tuesday 7
Date by which acceptance/ rejection would be communicated	Wednesda

and the corresponding payment for the acquired shares and/ or the unaccepted shares/ share certificates will be dispatched/ credited.	2005

11. General Conditions

a. Shareholders who have accepted the offer by tendering the requisite do of the Public Announcement / Letter of Offer, can withdraw the same u days prior to the date of the closure of the offer i.e.Tuesday 7th June, 2 withdrawal form attached herewith. The withdrawal form is also avail website (http://www.sebi.gov.in/)

b. The Acquirers can revise the price upwards upto 7 working days pri closure of the offer i.e Tuesday 7th June, 2005_ , and revision, if any, would appear in the Financial Express (English) – All Editions, the (Gujarati), in Ahmedabad Editions and Jansatta (Hindi), in all editio would be paid to all shareholders who tender their shares in the offer.

c. Pursuant to Regulation 13 of the Regulations, The Acquirers have Financial Services Private Ltd. as Manager to the Offer and the Manager this Public Announcement on behalf of the Acquirers.

d. **If there is competitive bids:**

   (i) The public offer under all the subsisting bids shall close on th

   (ii) As the offer price cannot be revised during 7 working days pr date of the offers/ bids, it would be therefore, be in the interes to wait till the commencement of that period to know the fi each bid and tender acceptance accordingly.

e. The Acquirers and the Company are not prohibited by SEBI from deali terms of directions issued under Section 11B of SEBI Act.

f. The Acquirers accepts full responsibility for the information c Announcement and also for the obligations of the Acquirers as lai Takeover Regulations and subsequent amendments made thereto.

g. For further details please refer to the Letter of Offer and the Form of

Acknowledgement. This Public Announcement and the Letter of Offer to of Acceptance cum Acknowledgement would also available on S http://www.sebi.gov.in// Eligible persons to the Offer may also downlo Letter of Offer and Form of Acceptance cum Acknowledgement from from the offer opening Date i.e. Wednesday 18th May, 2005 and apply in

Issued by:	
Manager To The Offer	Registrar to the
Vivro Financial Services Pvt. Ltd.	
Contact: Mr. Jayesh Vithlani,	Intime Spectrum Regis
Company Secretary	Contact: Mr. Nikunj D
"Vivro House", 11, Shashi Colony,	C-13, Pannalal Silk M LBS Marg, Bhandup,
Nr. Suvidha Shopping Centre, Paldi,	Mumbai – 400 078
Ahmedabad – 380 007.	Tel No.:(022)-555554
Tel.: (079) 26575666, 26575183	Fax No. (022) 555553
Fax: (079) 26575441	E-mail:nikunj@intime
Email: ahmedabad@vivro.net	

(Manindersingh S. Jolly)

For and On behalf of the Acquirers

Date: 23rd March 2005

Ahmedabad

Surbhi Capital and Finance Private Limited

Lakhani Marketing Private Limited

Mr. Manindersingh S. Jolly

Mr. Ashok P. Jain