

**PUBLIC ANNOUNCEMENT UNDER REGULATION 15(1) OF SEBI (SUBSTANTIAL
ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011.**

**OPEN OFFER FOR ACQUISITION OF 1,04,000 EQUITY SHARES FROM SHAREHOLDERS OF
UTKAL SOAP PRODUCTS LIMITED, (THE TARGET COMPANY) BY YASHRAJ BIOTECHNOLOGY
LIMITED (ACQUIRER).**

1. OFFER DETAILS

- 1.1 **Size:** 1,04,000 Equity Shares of Rs.10/- each, fully paid up.
- 1.2 **Price/Consideration:** Rs 16/- per each Equity Share of the Target Company, fully paid up, aggregating to Rs. 16,64,000/- (Rupees Sixteen Lacs sixty four thousand only). Shareholders holding partly paid Equity Shares, being Equity Shares where Calls are in arrears will be eligible to participate in the Offer only upon them making the Equity Shares fully paid up i.e. after paying the allotment money/calls in arrears as the case may be with interest, as required by the Target Company.
- 1.3 **Mode of Payment:** Cash
- 1.4 **Type of Offer:** Triggered Offer
- 1.5 **Offer subject to Minimum Level of Acceptance:** This Offer is not subject to any minimum level of acceptance.

2. Transaction which has triggered the open offer obligations (Underlying Transaction)

Details of underlying transaction						
Type of Transaction (Direct / Indirect)	Mode of Transaction (Agreement / Allotment / Market Purchase)	Shares / Voting rights acquired / proposed to be acquired		Total consideration for shares / voting rights (VR) acquired (In Rs.)	Mode of Payment (Cash / securities)	Regulation which has been triggered
		Number	% vis a vis total equity / voting capital			
Direct Acquisition	Agreement to purchase through an SPA dated December 31, 2013	1,93,345	48.34	19,33,450 (@Rs. 10/- per Equity Share, fully paid up)	Cash	Regulation 3(1) and 4 of the SEBI (SAST) Regulations, 2011

3. Acquirers / PAC

Details	Acquirer	PAC
Name of Acquirer / PAC	Yashraj Biotechnology Limited	None
Address	Plot NO:C-232, TTC Industrial Area MIDC, Turbhe, Navi Mumbai - 400 705	NA
Name (s) of persons in control / promoters of acquirers / PAC where PAC are companies	Shri. Arvind Karsandas Bhanushali Shri. Paresh Bhanji Bhanushali Shri. Bharat Tokersey Dagha	NA
Name of the Group, if any to which the Acquirer / PAC belongs to	None	NA
Pre Transaction Shareholding Number	Nil	NA
%age of total share capital		



Proposed Shareholding after the acquisition of shares which triggered the open offer	1,93,345 (48.34%)	NA
Any other interest in the TC	None	NA

4. Details of selling Shareholders, if applicable

Name	Part of Promoter Group (Yes / No)	Details of Shares / voting rights held by the selling shareholders			
		Pre Transaction		Post Transaction	
		Number	%	Number	%
1. Kailash Tantia	Yes	38,800	9.70	0	0
2. Akash Tantia	Yes	37,000	9.40	0	0
3. South India Projects Limited	Yes	37,600	9.40	0	0
4. J P Tantia HUF	Yes	20,000	5.00	0	0
5. Jay Prakash Tantia	Yes	- 195	0.05	0	0
6. Kailash Soap Pvt. Limited	Yes	59,750	14.94	0	0
Total		1,93,345	48.34	0	0

5. Target Company

- 5.1 Name : Utkal Soap Products Ltd
- 5.2 Stock Exchanges where Listed : The Calcutta Stock Exchange Limited (CSE)

6. Other Details

- 6.1 We hereby state that the details of the Open Offer would be published shortly, in all editions of one prominent English Newspaper, one prominent Hindi Newspaper, one Newspaper in Bengali published at Kolkata being the place at which the Registered Office of the Target Company is situated and being the place where the Equity Shares of the Target Company is listed, vide a Detailed Public Statement, latest by Tuesday, January 07, 2014.
- 6.2 The Acquirer, Yashraj Biotechnology Limited and each of its Directors accepts that they are fully aware of and will comply with the obligations of Acquirer, laid down in SEBI (Substantial Acquisition of Shares and Takeovers) Regulations 2011 and declare that they also have adequate financial resources in terms of Regulation 25(1) of the SEBI (SAST) Regulations, 2011 to meet the Offer Obligations.

ISSUED BY THE MANAGER TO THE OFFER

Fedex Securities Ltd

SEBI Regn. No. INM 000010163
3rd Floor, Jay Chambers Service Road, Adj. Western Express Highway
Vile Parle (East), Mumbai 400 057
Tel. Nos. (022) 2613 6460/61 Fax No. (022) 2618 6966
E Mail ID: fedex@vsnl.com, rk@fedsec.in
Contact Person: Shri. R. Ramakrishnan



On behalf of the Acquirer

Yashraj Biotechnology Limited

Regd. Office: Plot NO:C-232, MIDC TTC Industrial Area, Turbhe, Navi Mumbai - 400 705
Ph: 022-2768 6626 / 6285 Fax: 2768 6087, Email info@yashraj.com Website: www.yashraj.com

Place: Mumbai
Date: December 31, 2013