

POST OFFER PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE SHAREHOLDERS OF BELL CERAMICS LIMITED

Registered Office: Dora Village, Amod Taluka, Bharuch - 392230, Gujarat.
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This Post Offer Public Announcement (the "Announcement") is being issued by Centrum Capital Limited on behalf of Orient Ceramics And Industries Limited ("Acquirer"), along with Mr. Mahendra K. Daga, Ms. Sarla Daga, Freesia Investment And Trading Company Limited and Morning Glory Leasing And Finance Limited, the Persons Acting in Concert ("PACs") in connection with the Offer made by the Acquirer by a Public Announcement made on September 22, 2010 and Corrigendum Public Announcement on November 18, 2010 ("PA") under the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 1997 and subsequent amendments thereto (the "SEBI (SAST) Regulations" or "Regulations").

The details subsequent to the completion of the Offer to acquire up to 24,34,762 fully paid-up equity shares of ₹ 10/- each, representing 20% of the Fully Paid Up Voting Equity Shares of Bell Ceramics Limited (the "Target Company" or "BCL"), at a price of ₹ 25 per fully paid-up equity share payable in cash ("the Offer") are as under :

1. **Name of the Target Company** : Bell Ceramics Limited
2. **Name of Acquirer(s) including PACs** : Orient Ceramics And Industries Limited ("Acquirer"), along with Mr. Mahendra K. Daga, Ms. Sarla Daga, Freesia Investment And Trading Company Limited and Morning Glory Leasing And Finance Limited,
3. **Name of Manager to the offer** : Centrum Capital Limited
4. **Name of the Registrar to the offer, if any** : Link Intime India Private Limited
5. **Offer Details** : Open Offer to acquire up to 24,34,762 equity shares of ₹ 10/- each (representing 20% of issued and paid-up equity capital of BCL) at a price of ₹ 25 per equity share
 - a. **Date of opening of the offer** : Wednesday, November 24, 2010
 - b. **Date of closure of the offer** : Monday, December 13, 2010
6. **Details of the acquisition :**

Sr. No.	Item	Proposed in the Offer Document		Actuals	
		(No.)	(%)	(No.)	(%)
1.	Offer Price	₹ 25.00	Not Applicable	₹ 25.00	Not Applicable
2.	a. Share holding of acquirer (No & %) before MOU/PA.	0	(0%)	0	(0%)
	b. Share holding of PACs (No & %)	80,141	0.66%	80,141	0.66%
3.	Shares acquired by way of MOU or market purchases #	76,59,925	62.92%	76,59,925	62.92%
4.	Shares acquired in the open offer	24,34,762	20.00%	6,56,475	5.39%
5.	Size of the open offer (No of shares multiplied by offer price per share)	₹6,08,69,050	Not Applicable	₹1,64,11,875	Not Applicable
6.	Shares acquired after PA but before 7 working days prior to closure date, if any 6.1 Price of the shares acquired 6.2 No of shares acquired 6.3 % of shares acquired	Not Applicable	Not Applicable	Not Applicable	Not Applicable
7.	Post offer share holding of acquirer (No & %) (2+3+4+6)	1,01,74,828	83.58%	83,96,541	68.97%
8.	Pre & Post offer share holding of Public (No & %)	Pre offer 42,69,756 (35.07%)	Post offer* 19,98,979 (16.42%)	Pre offer 42,69,756 (35.07%)	Post offer* 37,77,266 (31.03%)

Includes 72,216 equity shares which are pledged with IDBI Bank and would be transferred by the Seller to the Acquirer after the bank release such shares at the price of ₹ 20.69.

* Includes 1,63,985 shares (1.35%) being the residual shareholding of the current promoter group, which is now classified as public shareholding.

7. Status of the escrow account, whether released or not: Yes released to the extent of ₹ 1,64,12,000 which is transferred to the Special Account. The balance amount lying in the Escrow Account will be refunded to the Acquirer.

8. Payment of interest, if any, to the shareholders along with the details thereof: Not applicable

9. Status of investor complaints received, if any: All shareholders queries regarding the Offer replied to and none are outstanding.

The shares acquired in the Offer are in the process of being transferred by the Target to the Acquirer. The Acquirer and PACs along with their Directors severally and jointly accept full responsibility for the information contained in this Post Offer Public Announcement and also for the obligations under SEBI (SAST) Regulations and subsequent amendments made thereof. Capitalized terms used in this Post Offer Public announcement and not defined shall have the same meaning assigned to it in the PA and the Letter of Offer dated November 18, 2010.

A copy of this Post Offer Public Announcement will be available on SEBI's website at www.sebi.gov.in

The term not specifically defined herein would have the same meaning as defined in the Public Announcement dated September 22, 2010

Issued by the Manager to the Offer

CENTRUM

Centrum Capital Limited

Centrum House, CST Road, Kalina, Santacruz (E), Mumbai - 400 098

Tel.: +91-22-4215 9000 **Fax:** +91-22-4215 9707

Contact Person: Rachna Nawhal / Vikas Gulechha

Email: ocil_openoffer@centrum.co.in

For and on behalf of the Acquirer and PACs

Orient Ceramics and Industries Limited (IOCIL/Acquirer)

having its registered office at 8, Industrial Area, Sikandrabad - 203205, District Bulandshahr (U.P.)

Tel: 05735-222203, **Fax:** 05735-222642

along with

Mr. Mahendra K. Daga

residing at D-1/6, Vasant Vihar, New Delhi - 110 057, Tel No: 011-47119203, Fax No.: 011-28521273

Ms. Sarla Daga

residing at D-1/6, Vasant Vihar, New Delhi - 110 057, Tel No: 011-47119203, Fax No.: 011-28521273

Freesia Investment and Trading Company Limited

having its registered office at Iris House, 16, Business Centre, Nangal Raya, New Delhi - 110 046,

Tel No: 011-028520168, **Fax No:** 011-28521273

and Morning Glory Leasing and Finance Limited

having its registered office at Iris House, 16, Business Centre, Nangal Raya, New Delhi - 110 046,

Tel. No:- 011-28520168, **Fax No:-** 011-28521273

(hereinafter collectively referred to as "Persons Acting in Concert" or "PACs")

Date : December 27, 2010

Place: Mumbai

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