

CAIRN INDIA LIMITED

Having its Registered Office at: 101, West View, Veer Savarkar Marg,
Prabhadevi, Mumbai – 400 025; Tel: +91- 22 2433 8306; Fax: +91-22 2431 1160

This corrigendum to the Public Announcement is being issued by JM Financial Consultants Private Limited (“**Manager to the Offer**”) on behalf of Twin Star Energy Holdings Limited (“**TSEHL**” and formerly known as THL Aluminium Limited) and Vedanta Resources Plc (“**Vedanta**” and together with TSEHL referred to as the “**Acquirers**”) along with Sesa Goa Limited (“**Sesa Goa**”) and Sesa Resources Limited (formerly known as V.S. Dempo and Co. Limited, “**SRL**” and together with Sesa Goa as the “**Persons Acting in Concert**” or “**PACs**”) pursuant to and in compliance with Regulations 10 and 12 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 1997 and subsequent amendments (the “**SEBI (SAST) Regulations**”/“**Regulations**”). The shareholders of Cairn India Limited (“**Cairn**”/“**Target**”) are requested to note the following amendments with respect to and in connection with the Public Announcement dated August 16, 2010 and issued on August 17, 2010 (“**PA**”).

1. INCLUSION OF SESA RESOURCES LIMITED AS PERSON ACTING IN CONCERT

In addition to Sesa Goa Limited, SRL has been included in as Persons Acting in Concert. Please find below the details of SRL

- a. SRL (formerly known as V.S. Dempo and Co. Private Limited) was incorporated as a private limited company on April 22, 1965 under the Companies Act, 1956. The company was acquired by Sesa Goa through an acquisition of its entire equity share capital in June 2009.
- b. SRL is engaged in the business of mining iron-ore in the state of Goa
- c. SRL has not been prohibited by SEBI from dealing in securities, in terms of directions issued under section 11B of the SEBI Act, 1992 as amended or under any other regulation made under the SEBI Act.
- d. The shares of SRL are not listed on any exchange and the company is a 100% subsidiary of Sesa Goa and is part of the Vedanta group.
- e. As on the date of the PA, the share capital of SRL consisted of paid up and subscribed equity share capital of Rs. 12,500,000 consisting of 1,250,000 equity shares of Rs.10 face value fully paid up.
- f. The directors on the board of SRL are as follows: Mr. Prasun K Mukherjee, Mr. Arun K Rai, Mr. Sushil Gupta, Mr. Din Dayal Jalan and Mr. Pramod Unde.
- g. The financial information as at/ for the financial years ended March 31, 2010, 2009 and 2008 and for the three months period ended June 30, 2010 of SRL are as follows:

Rs. in Lakhs

Profit and Loss Account				
Particulars	Three month period ended June 30, 2010 (un-audited)	Financial year ended March 31, 2010	Financial year ended March 31, 2009	Financial year ended March 31, 2008
Income from Operations	46,779	115,064	97,296	71,515
Other Income	1,550	5,517	506	1,468
Total Income	48,329	120,581	97,802	72,983
Total Expenditure	(11,470)	(46,290)	(61,283)	(47,752)
Profit before Depreciation, Interest & Tax	36,859	74,291	36,519	25,231
Depreciation	(228)	(1,005)	(1,043)	(1,229)
Interest (net)	615	557	(191)	(214)
Profit before tax & Exceptional item	37,246	73,843	35,285	23,788
Exceptional item	-	-	-	(2,500)
Profit before tax & after Exceptional item	37,246	73,843	35,285	21,288
Provision for tax	(12,095)	(24,518)	(12,607)	(8,955)
Profit after tax	25,151	49,325	22,678	12,333

Source: As per the certificate of C R Rajagopal (Partner Deloitte Haskins & Sells Chartered Accountants, membership no. 23418) dated August 30, 2010

Rs. in Lakhs

Balance Sheet			
Particulars	Financial year ended March 31, 2010	Financial year ended March 31, 2009	Financial year ended March 31, 2008
Sources of funds			
Paid up equity share capital	125	125	125
Reserves and Surplus (Excl Revaluation Reserve of Rs. 6734 lakhs)	57,304	7,979	47,038
Net worth	57,429	8,104	47,163
Secured Loans	3,476	18,115	13,844
Unsecured Loans	-	-	-
Deferred tax liability	393	199	185
Total	61,298	26,418	61,192
Application of funds			
Net Fixed Assets	9,226	8,648	7,293
Investments	53,953	1,369	27,325
Net Current Assets	(1,881)	16,401	26,574
Miscellaneous expenditure not written off	-	-	-
Total	61,298	26,418	61,192

Source: As per the certificate of C R Rajagopal (Partner Deloitte Haskins & Sells Chartered Accountants membership no. 23418) dated August 30, 2010

Particulars	Financial year ended March 31, 2010	Financial year ended March 31, 2009	Financial year ended March 31, 2008
Dividend (Interim and Final) (%)	-	20,960	3,200
Basic Earnings per Share (Rs.)	3,946.04	1,814.19	986.71
Return on Net worth (%) *	150.54	82.06	28.46
Book value per share (Rs.) **	4,594.33	648.30	3,773.08

Source: As per the certificate of C R Rajagopal (Partner Deloitte Haskins & Sells Chartered Accountants) dated August 30, 2010

* Return on net worth calculated as Net Profit after tax and preference dividend divided by average net worth

** Book value per share calculated as Net worth divided by weighted average number of outstanding equity shares

2. BACKGROUND TO THE OFFER

It is clarified that under clause 5 of the PA, in addition to India, Pakistan and Sri Lanka, the payment of the Non-compete Fee is in consideration for the Sellers agreeing not to directly or indirectly participate as an investor, manager, consultant or in any other capacity in certain agreed businesses in Bhutan.

3. EMERGING VOTING CAPITAL

The clause 37 of PA should be revised to read as follows:

The Emerging Voting Capital of the Target as on the date of the PA has been calculated as under:

Paid Up Equity Shares of the Target	No of Equity Shares	%	Voting Rights	%
Fully Paid Up Equity Shares	1,897,454,943	100%	1,897,454,943	100%
Total Equity Shares	1,897,454,943	100%	1,897,454,943	100%

Emerging Voting Capital	
Fully Paid up Equity Shares as on date of the PA	1,897,454,943
ESOPs	22,471,897
Total	1,919,926,840

It is further clarified that post the date of the PA, certain ESOPs have been cancelled and therefore the revised Emerging Voting Capital of the Target as of the date of the Letter of offer has been calculated as

Emerging Voting Capital	
Fully Paid up Equity Shares as on date of the PA	1,897,454,943
ESOPs outstanding as of the date of the PA as reduced by cancellations of ESOPs up to the date of this Letter of Offer	21,747,123
Total	1,919,202,066

4. STATUTORY APPROVALS FOR THE OFFER

Clause 44 and clause 45 a. are not to be considered as statutory approvals for the Offer and shall be read as “OTHER APPROVALS”.

Accordingly it is clarified that only the approval of the Reserve Bank of India (“RBI”) as specified in clause 45 b. of the PA is a statutory approval for the Offer.

5. REVISED SCHEDULE OF ACTIVITIES

The table in clause 67 of the PA shall be revised as under:

Activity	Original Schedule (Day & Date)	Revised Schedule (Day & Date)
Public Announcement	Tuesday August 17, 2010	Tuesday August 17, 2010
Specified Date	Friday August 20, 2010	Friday August 20, 2010
Last date for a competitive bid	Tuesday September 7, 2010	Tuesday September 7, 2010
Date by which Letter of Offer to be dispatched to Shareholders	Friday September 24, 2010	Wednesday April 6, 2011
Date of opening of the Offer	Monday October 11, 2010	Monday April 11, 2011
Last date for upward revision of the Offer Price / number of Equity Shares	Wednesday October 20, 2010	Tuesday April 19, 2011
Last date for withdrawing acceptance of the Offer	Tuesday October 26, 2010	Tuesday April 26, 2011
Date of closing of the Offer	Saturday October 30, 2010	Saturday April 30, 2011
Last date of communicating rejection/ acceptance and payment of consideration for accepted tenders and/or the unaccepted Equity Shares/share certificates will be dispatched/credited	Saturday November 13, 2010	Sunday May 15, 2011

Accordingly the changes would apply across the PA.

4. GENERAL

This corrigendum to the Public Announcement should be read in conjunction with the PA and the Letter of Offer dated April 1, 2011. Terms not defined herein will have the same meanings as defined in the PA. All other terms and conditions of the Open Offer remain unchanged. For more details please refer to the Letter of Offer dated April 1, 2011.

This corrigendum to the Public Announcement will also be available on the SEBI’s website (www.sebi.gov.in). Eligible persons to the Offer may also download a copy of the Letter of Offer, Form of Acceptance cum Acknowledgement and Form of Withdrawal, which will also be available on the SEBI’s website from the Offer Opening date i.e. April 11, 2011.

The Acquirers and the PACs along with their respective board of directors accept full responsibility for the information contained in this corrigendum and also for their obligations as laid down in terms of the SEBI (SAST) Regulations.

MANAGER TO THE OPEN OFFER	REGISTRAR TO THE OPEN OFFER
 JM Financial Consultants Private Limited 141, Maker Chambers III, Nariman Point Mumbai 400 021 Tel.: +91-22 6630 3030; Fax: +91-22 2204 7185 Email: lakshmi.lakshmanan@jmfinancial.in Contact Person: Ms. Lakshmi Lakshmanan	 Link Intime India Private Limited C-13, Panalal Silk Mills Compound L B S Marg, Bhandup (W), Mumbai 400 078 Tel.: +91-22 2596 0320; Fax: + 91-22 2596 0329 Email: Nilesh.chalke@linkintime.co.in Contact Person: Mr. Nilesh Chalke

OPEN OFFER OPENS ON: Monday, April 11, 2011
OPEN OFFER CLOSSES ON: Saturday, April 30, 2011

Issued by Manager to the Offer for and on behalf of the Acquirers and the PACs.

Place : Mumbai

Date : April 5, 2011