PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS OF

CONFIDENCE TRADING COMPANY LIMITED

("CTCL" /"TARGET COMPANY)

Registered Office: 2-C, 2nd Floor, Ram Mansion No. 367, Pantheon Road, Egmore, Chennai - 600008 Phone No. +91-44-4355227/229, Fax +91-44-28194595, Email id: ctclimited@live.com Corporate Office :B1-402, Shahnai Residency, A.B.Road, Indore-452001 (M.P.) Tele fax No. 0731-2510040, Email id: ctclimited@live.com

CASH OFFER FOR ACQUISITION OF EQUITY SHARES FROM SHAREHOLDERS

Cash Offer Of Rs. 10/- (Rupee Ten only) Per Equity Share for Acquisition Of Up To 10,000 (Ten thousand only) Equity Shares representing 20.00% of the total issued, subscribed and paid up Equity Share Capital from Public Shareholders of the Target Company.

This public announcement (the "**PA**") is being issued by Comfort Securities Limited (the "**Manager to the Offer**"), on behalf of Taranya Project Private Limited (referred to as "**TPPL**" or the "**Acquirer**") pursuant to Regulation 10 and Regulation 12 of, and in compliance with, the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 1997 and subsequent amendments thereto ("**SEBI (SAST) Regulations**") to the Equity Shareholders of **CONFIDENCE TRADING COMPANY LIMITED** (referred to as "**CTCL" or the "Target Company**").

1. THE OFFER

1.1 This open offer (the "**Open Offer**") is being made by TPPL, a private limited company incorporated and duly registered under the Companies Act, 1956 and subsequent amendments thereto (the "**Act**") having its present Registered Office at 9, Botawala building, 3rd Floor, 11/13, Horniman Circle, Fort, Mumbai 400 001, to the Equity shareholders of the Target Company, a company incorporated under the Companies Act, 1956 and having its Registered Office at 2-C, 2nd Floor, Ram Mansion No. 367, Pantheon Road, Egmore, Chennai - 600008 and the Corporate Office at B1-402, Shahnai Residency, A.B.Road, Indore-452001 (M.P.) pursuant to Regulation 10 and Regulation 12 of the SEBI (SAST) Regulations. There are no other acquirers or other entities/ persons who are or can be deemed to be person acting in concert with the Acquirer for the purpose of this Open Offer.

1.2 The Acquirer has entered into a Share Purchase Agreement ("**SPA**") with Mrs. Anjula Maheshwari (hereinafter referred to as the "**Seller**"), the promoter of the Target Company, on Monday, January 17, 2011 wherein it is proposed that they shall purchase 36,500 fully paid up equity shares of CTCL bearing a face value of Rs.10/- each ("**Sale Shares**") which amounts to 73.00% of the total issued, subscribed and paid-up equity share capital of CTCL. The said sale is proposed to be executed at a price of Rs.10/- (Rupees Ten only) per fully paid-up equity share ("**Negotiated Price**"), aggregating to Rs.3,65,000/- (Rupees Three Lacs Sixty Five Thousand only) ("**Purchase Consideration**") payable in cash. The consummation of the transactions agreed to within the SPA are subject to the successful fulfillment of various conditions precedent provided therein including, receipt of all necessary statutory approvals, completion of this Open Offer in accordance with the SEBI (SAST) Regulations.

1.3 Pursuant to proposed substantial acquisition of equity shares and consequent changes in control of the Target Company contemplated under the SPA referred to in Paragraph 1.2 above, this mandatory offer (the "**Offer**" or "**Open Offer**") is being made by the Acquirer in compliance with Regulation 10, 12 and other applicable provisions of SEBI (SAST) Regulations.

1.4 For the purpose of this Offer, there is no person acting in concert ("**PAC**") with the Acquirer within the meaning of Regulation 2(1) (e) of the SEBI (SAST) Regulations.

1.5 The Acquirer is hereby making an Open Offer in terms of the SEBI (SAST) Regulations to the public shareholders of CTCL, whose names appear on the register of members on 18th February, 2011, Friday (the "**Specified Date**"), to acquire upto 10,000 fully paid up equity shares ("**Offer Size**") bearing a face value of Rs. 10/- each, representing 20.00% of the total issued, subscribed and paid up equity share capital of the Target Company at a price of **Rs. 10/- (Rupees Ten only)** per equity share ("**Offer Price**"), payable in cash subject to the terms and conditions mentioned herein.

1.6 The Target Company has not issued any partly paid equity shares, and all the equity shares are fully paid-up.

1.7 The equity shares of the Target Company are listed only on the Bombay Stock Exchange Limited (the "**BSE**"). BSE has suspended the trading in the shares of the Target Company with effect from 3rd Feb, 2003 due to non compliances of the listing agreement. There has been no trading in the shares of the target company on BSE during six calendar months proceeding the month in which this PA is made. The equity shares of CTCL are infrequently traded on BSE within the meaning of explanation (i) to Regulation 20(5) of the SEBI (SAST) Regulations.

1.8 The Acquirer do not hold, and has not acquired, any equity shares of the Target Company during the twelve (12) months period preceding the date of this Public Announcement.

1.9 The Acquirer does not hold any equity shares in the Target Company as on the date of this Public Announcement except the equity shares agreed and proposed to be acquired through the SPA as provided in paragraph 1.2 above.

1.10 The Acquirer will acquire upto 10,000 equity shares, in the event excess equity shares are tendered in acceptance of this Open Offer, subject to fulfillment of the terms and conditions set out in this Public Announcement and the letter of offer ("**Letter of Offer**") to be sent to the equity shareholders of the Target Company.

1.11 This is not a competitive bid.

1.12 This Open Offer is not as a result of any exercise regarding global acquisition, which culminates in the indirect acquisition of control over, or acquisition of equity shares or voting rights in, the Target Company, as understood in the context of proviso to Regulation 12 of the SEBI (SAST) Regulations.

1.13 The Acquirer has not entered into any non-compete arrangement and/or agreement with the Seller.

1.14 The Manager to the Offer i.e. Comfort Securities Limited does not hold any equity shares in the Target Company as on the date of appointment as Manager to the Offer. They declare and undertake that they shall not deal in the equity shares of the Target Company during the period commencing from the date of their appointment as Manager to the Offer till the expiry of 15 days from the date of closure of this Open Offer.

1.15 The Open Offer is **not** subject to any **minimum level** of acceptance from the shareholders i.e. **it is not a conditional offer.**

2. THE OFFER PRICE

2.1 The Equity Shares of the Target Company are listed on the Bombay Stock Exchange Limited ("BSE"). BSE has suspended the trading in the shares of the Target Company with effect from 3rd Feb, 2003 due to non compliances of the listing agreement.

2.2 There has been no trading in the shares of the target company on BSE during six calendar months preceding the month in which this PA is made. The equity shares of CTCL are infrequently traded on BSE within the meaning of explanation (i) to Regulation 20(5) of the SEBI (SAST) Regulations.

2.3 The Offer Price of Rs. 10/- (Rupees Ten only) is justified in terms of Regulation 20 (5) of the SEBI (SAST) Regulations on the basis of the following:

(a) However since no trading has been done in the equity shares of the Target Company, the valuation as per various financial parameteres within the meaning of explanation (i) to Regulation 20(5) of the SEBI (SAST) Regulations has been taken in to consideration.

a.	Negotiated price under the Agreement.	Rs. 10/- per equity share
b.	Highest price paid by the Acquirer for acquisitions, if any, including by way of allotment in a public or rights or preferential issue, during the 26 weeks period prior to the date of the PA..	Not Applicable
c.	Highest average price calculated as per Regulation 20(4)(c) during the 26 weeks preceding the date of PA or the 2 weeks preceding the date of PA.	Not Applicable
d.	Other parameters	
	Audited Financial Results as on March 31, 2010	
	(i) Earning Per Share (Rs. Per equity share of face value of Rs. 10/- each)	4.98
	(ii) Return on Net Worth	(23.86%)
	(iii) Book Value (Rs.)	(20.89)

In view of the parameters considered and presented in table above, in the opinion of the Acquirer and Manager to the Offer, the Offer Price of Rs. 10/- (Rupee Ten Only) per share being the highest of the prices mentioned above is justified in terms of Regulation 20(5) & 20(11) of the Regulations.

The Fair Market Value of CTCL, is Rs.2.10/- (Rupees Two and Ten Paise Only) as certified vide Valuation certificate dated January 17, 2011 by Mr. Balveer Singh Choudhary (Membership No. 042700) of M/s. Choudhary & Singhvi, Chartered Accountants having its office situated at 301, Camy House, Dr. C H Street, Marine Lines, Mumbai - 400002. Email ID: balveerc@gmail.com Tel. No.: 022 -22004271, Fax No. 022-22004271.

3. INFORMATION ABOUT THE ACQUIRER

3.1 The Offer is being made by TARANYA PROJECT PRIVATE LIMITED. It is a sole acquirer.

3.1.1 **TARANYA PROJECT PRIVATE LIMITED** was incorporated under the provisions of the Companies Act,1956 on 12th October, 2010 as a Private Limited Company by Registrar of Companies, Mumbai, Maharashtra having its present Registered Office at 9, Botawala Building, 3rd Floor, 11/13, Horniman Circle, Fort, Mumbai-400 001 Tel No: 022- 22662150 and the Email address of TPPL is: mnj272@gmail.com.

3.1.2 As on date of this Public Announcement, the Promoters of TPPL are Mr. Manoj Jain, Mr. Manish Jain and Mrs. Yashu Jain.

3.1.3 The Acquirer, being newly incorporated Company, no financial statements has been prepared. The Networth and Book Value per share of TPPL are Rs. 20,50,000/-& Rs. 22.78/- respectively.

3.1.4 TPPL is newly incorporated company with main object to carry on the business and to own, buy, sell, acquire, process, develop, construct, demolish, enlarge, rebuild, renovate, decorate, repair, maintain, let out, hire, lease, or otherwise deal in construction of all description like land, buildings, flats, shops, commercial, educational and non-commercial complexes, houses and other immovable properties of any tenure and any interest therein, hotels, cinema houses, auditoriums, galary, club houses, roads, body building, air-ports, towers, platforms, dams, highways, tunnels, pipelines, hospitals, nursing homes, clinics, godowns, warehouses, factories, colleges, schools, townships, freehold and leasehold ground and land developing property in general including reclamation of land from the sea, leveling, landscaping and sub-dividing and to promote, formation of co-operative societies, companies, trusts or other associations.

3.1.5 The paid-up equity share capital of TPPL as on date is Rs. 9,00,000/- [Rupees Nine Lacs only] comprising of 90,000 equity shares bearing a face value of Rs. 10/- each.

3.1.6 The shares of TPPL are not listed on any Stock Exchange.

3.2 The Acquirer has deposited Rs. 1,00,000/- (Rupees One Lac Only) in an escrow account as detailed in point 8.3 below, which is 100% of the amount required for this open Offer.

3.3 TARANYA PROJECT PRIVATE LIMITED 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 (the "SEBI Act") or under any other regulation made under the SEBI Act.

3.4 The present Board of Directors of TPPL is Mr. Manish Jain, Mrs. Yashu Jain and Mr. Manoj Jain.

4. INFORMATION ABOUT THE TARGET COMPANY ('CTCL')

CTCL was incorporated on September 16, 1980 with the Registrar of Companies Mumbai, Maharashtra, as a Limited Company vide Certificate of Incorporation No.23124 and received the Certificate of Commencement on October 8, 1980. By an order passed by the Honourable Company Law Board, Western Region Bench, Mumbai on 21st March 1994 and vide certificate dated 24th June, 1994, the Registered Office was shifted to the state of Tamil Nadu and presently the Registered Office of the company is situated at 2-C, 2nd Floor, Ram Mansion, No. 367 Pantheon Road, Egmore, Chennai 600008. Phone No.: +91-44-4355227/229 Fax: +91-44-28194595 Email: ctclimited@live.com and the Corporate Office at B1-402, Shahnai Residency, A.B.Road, Indore-452001 (M.P.) Tele fax No. 0731-2510040, Email : ctclimited@live.com

The total Issued and Paid-up Equity Capital of the Target Company as on the date of the PA is Rs. 5,00,000/- (Rupees Five Lacs Only), divided into 50,000 equity shares of Rs.10/- each. As on the date of PA, there are no partly paid-up shares issued by the Target Company.

The Equity Shares of Target Company is listed at BSE only. BSE has suspended the trading in the shares of the Target Company with effect from 3rd Feb, 2003 due to non compliances of the listing agreement.

4.1 The Seller is the Current Promoter of CTCL and holds 73.00% of the total issued, subscribed and paid-up equity share capital of CTCL.

4.2 There are no partly paid-up equity shares in the Target Company.

4.3 There are no outstanding instruments in the nature of warrants / fully convertible debentures/partly convertible debentures etc. which are convertible into equity at any later date. There has been no merger/de-merger or spin off in the Company during the past three years.

4.4 CTCL is engaged in the business of trading activity of De-Oil cake (DOC) and commission agent.

4.5 The Equity Shares of Target Company is listed at BSE only. BSE has suspended the trading in the shares of the Target Company with effect from 3rd Feb, 2003 due to non compliances of the listing agreement. The Equity shares of the Target Company are not admitted as permitted security in any other Stock Exchange.

4.6 Financial Information

Particulars	Year ended 31.03.2008 (Audited)	Year ended 31.03.2009 (Audited)	Year ended 31.03.2010 (Audited)	Period ended 30.09.2010 (Unaudited) Certified by the Auditor
Total income	1,249,403.56	811,897.00	14,832,048.00	17,788,287.00
Profit After Tax	34,366.13	31,605.00	249,158.00	102,523.00
Earning per Share (EPS)	0.69	0.63	4.98	2.05
Book value per share	(26.50)	(25.87)	(20.89)	(18.84)
Net worth (Rs.)	(1,325,090)	(1,293,485)	(1,044,327)	(941,803)
Return on Net worth (in %)	(2.59)	(2.44)	(23.86)	(10.89)

As Certified by Mr. Narendra Bhandari (Membership No. 073961), Proprietor of M/s Narendra Bhandari & Co., Chartered Accountants, being Statutory Auditor having their office at 120, Manas Bhawan, 1st Floor, 11 R. N. T. Marg, Indore-452001(M.P.) , Tel: 0731-2517765, Fax No. 0731-4071433 Email Id: bhandarica@yahoo.com vide their certificate dated 17th December 2010.

Formula: - Return on Net Worth= (profit after tax/net worth) *100; Book value Per shares=net worth divided by number of equity shares issued; EPS= profit after tax / number of equity shares issued.

4.7 At Present, the Board of Directors of Target Company are :

NAME	DESIGNATION	DATE OF APPOINTMENT
Mr. Anand Baheti	Director	23/11/2009
Mr. Shriram Samaria	Director	23/11/2009
Mr. Lalit Maroo	Director	24/11/2010

4.8 At Present, the Target Company does not have any subsidiary.

4.9 The Shareholding pattern of the CTCL, as on the date of this Public Announcement is as follows :

SHAREHOLDER CATEGORY	NUMBER OF EQUITY SHARES OF THE TARGET COMPANY	PERCENTAGE OF EQUITY SHARE CAPITAL
Promoter	36,500	73.00
Public	13,500	27.00
Total	**50,000**	**100.00**

5. REASON FOR THE OFFER

5.1 This Open Offer is pursuant to the execution of the SPA, which took place on Monday 17th January 2011 and is being made in accordance with Regulations 10 and 12 of the SEBI (SAST) Regulations.

5.2 This Open Offer to the Equity Shareholders of CTCL is for acquiring upto 20.00% of the total issued, subscribed and paid-up equity share capital of CTCL. After the completion of this Open Offer and pursuant to the transfer of the shares so acquired, the Acquirer shall hold the majority of the equity shares by virtue of which they shall be in a position to exercise effective management and control over the Target Company.

5.3 The Acquirer intends to make changes in the board of directors of the Target Company subsequent to the completion of this Open Offer in accordance hereof.

5.4 The Acquirer proposes to continue existing business of the Target Company and may diversify its business activities in future with prior approval of Shareholders. The main purpose of takeover is to expand the company's business activities in same line through exercising the effective management and control over the Target Company. However, no firm decision in this regard has been taken or proposed so far.

5.5 The Acquirer does not have any plans to dispose off or otherwise encumber any assets of the Target Company for the next 2 (two) years, except in the ordinary course of business of the Target Company, and except to the extent required for the purpose of restructuring and/or rationalization of the business, assets, investments, liabilities or otherwise of the Target Company. In the event any substantial asset of the Target Company is to be sold, disposed off or otherwise encumbered other than in the ordinary course of business, the Acquirer undertakes that it shall do so only upon the receipt of the prior approval of the shareholders of the Target Company as may be required.

6. STATUTORY APPROVALS / OTHER APPROVALS REQUIRED FOR THE OFFER

6.1 Shareholders of the Target Company who are either non-resident Indians ("**NRIs**") or overseas corporate bodies ("**OCBs**") and wish to tender their equity shareholding in this Open Offer shall be required to submit all the applicable Reserve Bank of India ("**RBI**") approvals (specific and general) that they have obtained at the time of their acquisition of the equity shares of the Target Company. In the event such RBI approvals are not submitted, the Acquirer reserves the sole right to reject the equity shares tendered by such shareholders in the Open Offer. This Open Offer is subject to receipt of the requisite RBI approvals, if any, for acquisition of equity shares by the Acquirer from NRIs and OCBs.

6.2 To the best of knowledge and belief of the Acquirer, as of the date of this PA, there are no other statutory approvals required to acquire the equity shares tendered pursuant to this Open Offer. If any other statutory approvals are required or become applicable, the Open Offer would be subject to the receipt of such other statutory approvals. The Acquirer will not proceed with the Open Offer in the event that such statutory approvals that are required are refused in terms of Regulation 27 of the SEBI (SAST) Regulations.

6.3 This Open Offer is subject to all other statutory approvals that may become applicable at a later date before the completion of the Open Offer.

6.4 In case of any delay in the receipt of any statutory approval as stated above, Regulation 22(12) of the SEBI (SAST) Regulations shall be adhered to, i.e. extension of time to the Acquirer for payment of consideration to the shareholders of the Target Company subject to the Acquirer agreeing to pay the interest as directed by SEBI, in exercise of SEBI's powers in this specific regard. Further, in case the delay occurs on account of wilful default by the Acquirer in obtaining the said statutory approvals, Regulation 22(13) of SEBI (SAST) Regulations shall also become applicable, which states where the Acquirer fails to obtain the requisite statutory approvals in time on account of wilful default or neglect or inaction or non-action on their part, the amount lying in the escrow account shall be liable to be forfeited and dealt with in the manner provided in clause (e) of sub-regulation (12) of regulation 28, apart from the acquirer being liable for penalty as provided in the SEBI (SAST) Regulations.

7. DISCLOSURE UNDER REGULATION 21(2)

Pursuant to this offer, the public shareholding in the Target Company may reduce to less than the minimum public shareholding required as per the listing agreement. The Acquirer undertakes that if the public shareholding is reduced to below such minimum level it will take necessary steps to facilitate compliances of the Target Company with the relevant provisions of the Listing Agreement, within the time period mentioned therein.

8. FINANCIAL ARRANGEMENTS

8.1 Assuming full acceptance under the offer, the maximum consideration payable by the acquirer under the offer would be Rs. 1,00,000/- (Rupees One Lac Only) ("maximum consideration") i.e. consideration payable for acquisition of 10,000 equity shares of the target Company at offer price of Rs. 10/- per Equity Share.

8.2 The Acquirer has adequate resources to meet the financial requirements of the Open Offer. No funds are being borrowed from any bank or financial institution for the purpose of this Open Offer by the Acquirer.

8.3 Assuming the full acceptance of 20%, the total requirement of funds for the open Offer is Rs. 1,00,000/- (Rupees One Lac only). In compliance of Regulation 28 of SEBI (SAST) Regulations, the Acquirer has opened an Escrow Account bearing no. 00600350092035 with the Escrow Agent, i.e. HDFC Bank, having address at 2nd floor, Maneckji Wadia Building, Nanik Motwani Marg, Fort Mumbai 400 001, and have deposited Rs. 1,00,000/- (Rupees One Lakh only), being the total amount required for the Open Offer.

8.4 The Acquirer has duly empowered Comfort Securities Limited, the Manager to the Open Offer, to realize the value of the Escrow Account in terms of the SEBI (SAST) Regulations.

8.5 The Manager to the Open Offer hereby confirms that the firm arrangements for funds and money for payment through verifiable means are in place to fulfill the Open Offer obligations.

9. OTHER TERMS OF THE OFFER

9.1 The Open Offer is not subject to any minimum level of acceptances from the shareholders.

9.2 The Letter of Offer specifying the detailed terms and conditions of this Open Offer along with the form of acceptance cum acknowledgement will be dispatched to all the equity shareholders and to the beneficial owners of the equity shares, except the Seller of CTCL, whose name appear in its Register of Members on the Specified Date. A copy of the Letter of Offer (including the form of acceptance cum acknowledgement) will be available on SEBI's website (http://www.sebi.gov.in) during the period the Open Offer is open and may also be downloaded from the said website.

9.3 The Acquirer has appointed Purva Sharegistry (India) Pvt. Ltd., having their Registered office at 9, Shiv Shakti Industrial Estate, J. R. Boricha Marg, Opp. Kasturba Hospital, Lower Parel (E), Mumbai 400 011, Tel Nos: 022-23016761, 23018261 Fax No: 022 - 23012517, Email: busicomp@vsnl.com Web: www.purvashare.com, as the Registrar to the Open Offer ("**Registrar**").

9.4 The Target Company has not dematerialized its shares and all the shares are in physical form. Hence, no special depository account has been opened for the purpose of this offer.

9.5 All shareholders of the Target Company, except for the parties to the SPA, who own equity shares any time before the closure of the Open Offer, are eligible to participate in the Open Offer.

9.6 The Acquirer has appointed **Purva Sharegistry (India) Pvt. Ltd** as Registrar to the Open offer.("Registrar"). The Shareholders of the Target Company who wish to avail of and accept the Offer shall send / deliver the form of Acceptance cum Acknowledgment along with all the relevant documents to the collection center of the Registrar to the Offer on or before the date of Closure of the Offer i.e. Tuesday, 5th April 2011 mentioned below in accordance with the procedure as set out in the Letter of Offer.

Name	Purva Sharegistry (India) Pvt. Ltd
Address	9, Shiv Shakti Industrial Estate, J. R. Boricha Marg, Opp. Kasturba Hospital, Lower Parel (E), Mumbai 400 011
Contact Person	Mr. V B Shah
Phone Nos.	022 -23018261/23016761
Fax No	022 -23012517
E-mail	busicomp@vsnl.com
Mode of Delivery	Hand Delivery/ Registered Post

Collection Timings for all the locations mentioned above will be 10.00 A.M. to 1.00 P.M. & 2.00 P.M. to 5.00 P.M. during Monday to Friday only and on Saturday 10.00 A.M. to 2.00 P.M. The centre will be closed on Sundays and Public holidays. **Neither the share certificate(s) nor transfer deed(s) nor the Form of Acceptance should be sent to the Seller or the Acquirer or the Target Company or Manager to the Offer.**

9.7 In case (a) shareholders who have not received the Letter of Offer, (b) unregistered shareholders and (c) owner of the shares who have sent the shares to the Target Company for transfer, a consent to the Registrar to the Open Offer on plain paper, stating the name, addresses, number of shares held, distinctive numbers, folio numbers, number of shares offered along with the documents to prove their title to such shares such as broker note, succession certificate, original share certificate / original letter of allotment and valid share transfer deeds (one per folio), duly signed by such shareholders (in case of joint holdings in the same order as per the specimen signatures lodged with CTCL), and witnessed (if possible) by the notary public or a bank manager or the member of the stock exchange with membership number, as the case may be, shall need to be provided so as to reach the Registrar to the Open Offer on or before 5.00 P M upto the date of closure of the Open Offer i.e 5th April 2011 Such shareholders can also obtain the Letter of Offer from the Registrar to the Open Offer by giving an application in writing to that effect.

9.8 In terms of Regulation 22 (5A) of the SEBI (SAST) Regulations, equity shareholders of the Target Company desirous for withdrawing the acceptance tendered by them in the offer may do so up to three (3) working days prior to the closing of the offer. The withdrawal option can be exercised by submitting the form of withdrawal enclosed with the Letter of Offer, so as to reach the Registrar to the Offer mentioned above as per the mode of delivery indicated therein on or before Thursday, 31st March 2011.

9.9 The Letter of Offer along with the form of acceptance cum acknowledgement/ withdrawal would also be available at SEBI's website, www.sebi.gov.in, and shareholders can also apply by downloading such forms from the said website.

9.10 No indemnity is needed from unregistered shareholders.

9.11 Applications in respect of shares that are the subject matter of litigation wherein the shareholder(s) may be precluded from transferring the shares during the pendency of the said litigation are liable to be rejected in case directions/ orders regarding these shares are not received together with the shares tendered under the Open Offer.

9.12 While tendering the shares under the Offer, NRI/OCB/Non-domestic companies/other persons who are not resident in India will be required to submit the previous RBI approvals (specific or general) that they would have obtained for acquiring shares of the Target Company. In case the previous RBI approvals are not submitted, the Acquirer reserves the right to reject such shares tendered. While tendering shares under the Offer, NRI/OCB/Non domestic companies/Other persons who are not resident in India will be required to submit a No objection Certificate/Tax Clearance Certificate from the Income Tax authority, under the Income Tax Act, 1961 (the "Income Tax Act") indicating the rate at which the tax has to be deducted by the Acquirer before remitting the consideration. In case the aforesaid No Objection Certificate / tax clearance certificate is not submitted, the Acquirer will arrange to deduct tax at the rate as may be applicable to the category of the shareholder under the Income tax Act, on the entire consideration amount payable to such shareholder.

9.13 As per the provision of section 196D (2) of the Income tax Act, no deduction of tax at source shall be made from any income by way of capital gains arising from the transfer of securities referred to in section 115AD of the Income Tax Act payable to a Foreign Institution Investor ("FII") as defined in Section 115AD of the Income Tax Act.

9.14 The consideration received by the shareholders for the shares accepted in the offer will be subject to the capital gain tax or deduction of tax at source applicable as per the IT Act, 1961.

9.15 The payment of consideration for the applications so accepted in the offer, if any, shall be given within 15 days from the date of the closure of the offer. Credit for the consideration will be paid to the shareholders who have tendered shares in the open offer by ECS, Direct Credit or crossed account payee cheques/pay order/demand drafts, RTGS and NEFT. It is desirable that shareholders provide bank details in the form of Acceptance-cum-Acknowledgement, so that the same can be incorporated in the cheque/demand draft/pay order.

10. PROCEDURE FOR ACCEPTANCE AND SETTLEMENT

10.1 Where the number of shares offered for sale by the shareholders are more than the shares agreed to be acquired by Acquirer, the Acquirer will accept the offers received from the share holders on a proportionate basis, in consultation with the Manager to the Offer, taking care to ensure that the basis of acceptance is decided in a fair and equitable manner and does not result in non-marketable lots, provided that acquisition of shares from a shareholder shall not be less than the minimum marketable lot or the entire holding if it is less than the marketable lot. The marketable lot of CTCL is **50 [Fifty]** Equity Shares.

10.2 Shareholders who have offered their shares would be informed about acceptance or rejection of the Offer within 15 days from the date of closure of the Open Offer. The payment to the shareholders whose shares have been accepted will be paid by cheque / demand draft / pay order crossed 'Account Payee' only in favour of the first holder of equity shares (and sent by registered post) within 15 days from the date of closure of the Open Offer. For shares, which are tendered in electronic form, the bank account as obtained from the beneficiary position provided by the Depository will be considered and the payment will be issued with the said bank particulars. In case of acceptance on a proportionate basis, the unaccepted share certificates, transfer forms and other documents, if any, will be returned by registered post at the shareholders' / unregistered owners' sole risk to the sole / first shareholder.

10.3 The Registrar to the Offer will hold in trust the shares / share certificates, Form of Acceptance cum Acknowledgement, if any, and the transfer form(s) on behalf of the shareholders of CTCL who have accepted the Offer, until the cheques / drafts for the consideration and / or the unaccepted shares / share certificates are dispatched / returned.

11. SCHEDULE OF THE ACTIVITIES PERTAINING TO THE OFFER

Activity	Date	Day
Public Announcement	21-01-2011	Friday
Specified date*	18-02-2011	Friday
Last date for a Competitive Bid	11-02-2011	Friday
Date by which letter of offer be posted to the shareholders	07-03-2011	Monday
Date of opening of the Offer	17-03-2011	Thursday
Last date for revising the Offer Price/ Number of Shares	26-03-2011	Saturday
Last Date for withdrawal of acceptance by shareholders	31-03-2011	Thursday
Date of Closure of the Offer	05-04-2011	Tuesday
Date of communicating the rejection/ acceptance and payment of consideration for the acquired shares	20-04-2011	Wednesday

*Specified Date is only for the purpose of determining the names of the shareholders as on such date to whom the Letter of Offer would be sent. All owners (registered or unregistered) of equity shares of the Target Company (except the Acquirer and Seller) are eligible to participate in the Offer anytime before the closure of the Offer.

12. GENERAL CONDITIONS

12.1 If there is any upward revision in the Offer Price (in terms of Regulation 26) by the Acquirer till the last day of revision, viz., at any time up to seven working days prior to the date of closure of the Open Offer or withdrawal of the Offer, the same would be informed by way of PA in the same newspapers where original PA had appeared. Such revised Offer Price would be payable for all the successful shares tendered anytime during the Offer.

12.2 In terms of Regulation 22 (5A) of the SEBI (SAST) Regulations, equity shareholders of the Target Company desirous for withdrawing the acceptance tendered by them in the offer may do so up to three (3) working days prior to the closing of the offer. The withdrawal option can be exercised by submitting the form of withdrawal enclosed with the Letter of Offer, so as to reach the Registrar to the Offer mentioned above as per the mode of delivery indicated therein on or before Thursday, 31st March 2011.

12.2.1 The withdrawal option can be exercised by submitting the form of withdrawal enclosing with it Copy of the Form of Acceptance-cum-Acknowledgement / Plain paper application submitted and the Acknowledgement slip. In case of non receipt of Form of Withdrawal, the withdrawal option can be exercised by making an application on plain paper along with the following details:

12.2.1.1 In case of physical shares: name, address, distinctive numbers, folio number, share certificate number, number of shares tendered, date of tendering the shares

12.2.2 The withdrawal of the shares will be available only for the share certificates / shares that have been received by the Registrar to the Offer on or before offer closing date.

12.2.3 The intimation of returned shares to the shareholders will be sent at the address as per the records of CTCL.

12.3 " If there is a competitive bid:

12.3.1 **The public offers under all the subsisting bids shall close on the same date.**

12.3.2 **As the offer price cannot be revised during 7 working days prior to the closing date of the offers / bids, it would, therefore, be in the interest of shareholders to wait till the commencement of that period to know the final offer price of each bid and tender their acceptance accordingly"**

12.4 Based on the information available, the Acquirer and its Directors, Seller and the Target Company have not been prohibited by SEBI from dealing in securities, in terms of direction issued U/s 11B of SEBI Act, 1992, or any other Regulation under the SEBI Act, 1992.

12.5 Pursuant to the Regulation 13 of SEBI (SAST) Regulations, the Acquirer has appointed **M/s Comfort Securities Limited** as Manager to the Offer and **M/s Purva Sharegistry (India) Pvt. Ltd** as Registrar to the Offer.

12.6 This Pubic Announcement would also be available at SEBI's website, www.sebi.gov.in

12.7 This Public Announcement is being issued on behalf of the Acquirer by the Manager to the Offer i.e. M/s Comfort Securities Limited.

12.8 The Acquirer, **TARANYA PROJECT PRIVATE LIMITED** and their Board of Directors accept full responsibility for the information contained in this PA (except for the information regarding the Target Company which has been compiled from the publicly available information) and also for the obligations of the Acquirer as laid down in the SEBI (SAST) Regulations and subsequent amendments made thereof.

ISSUED BY MANAGER TO THE OFFER ON BEHALF OF THE ACQUIRER

MANAGER TO THE OFFER	REGISTRAR TO THE OFFER
COMFORT	U R P V A
COMFORT SECURITIES PRIVATE LIMITED SEBI Registration No.INM000011328 A-301, Hetal Arch, Opp Natraj Market, S. V. Road, Malad (West), Mumbai - 400 064. **Tel nos.**: 022- 28449765/28449766 **Fax no.:** 022 - 28892527 **Contact Person** : Mr. Sarthak Vijlani **Email**: sarthak@comfortsecurities.co.in **Website** : www.comfortsecurities.co.in	**PURVA SHAREGISTRY (INDIA) PVT. LTD** SEBI Registration No. INR000001112 9, Shiv Shakti Industrial Estate, J.R. Boricha Marg, Opp. Kasturba Hospital, Lower Parel (E), Mumbai - 400011 **Tel. No.** 022 -23018261/23016761 **Fax no.:** 022 - 23012517 **Contact Person** : Mr. V B Shah **Email:** busicomp@vsnl.com **Website :** www.purvashare.com

Place: Mumbai
Date: January 21, 2011