

Letter of Offer

THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

This Letter of Offer ("Offer Letter") is being sent to you as a Public Shareholder (as defined below) of Srinivasa Hatcheries Limited ("Company") in respect of the proposed acquisition and voluntary delisting of the fully paid-up equity shares having face value of Rs.10/- each of the Company ("Equity Shares") from the BSE Limited ("BSE"). In case you have recently sold your shares in the Company, please hand over this Letter of Offer and the accompanying documents to the member of the stock exchange through whom the sale was effected.

If you require any clarification in connection with this Letter of Offer, you should consult the Manager to the Offer i.e. Karvy Investor Services Limited or the Registrar to the Offer i.e. CIL Securities Limited.

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| <p>OFFER LETTER For delisting of Equity Shares of the Company to the Public Shareholders of Srinivasa Hatcheries Limited (CIN No. L01222TG1978PLC002297) having its Registered Office at Plot No.512, Road No.31, Jubilee Hills, Hyderabad 500 033, Telangana Telephone No.91 40 23633500/23633501, Fax: 91 40 23633502, Email: investors@shgroup.in, Website: www.shgroup.in</p> | |
| <p>From Sri C. Jagapati Rao residing at Plot No.1142/A, Road No.54, Jubilee Hills, Hyderabad-500033, Sri C. Suresh Rayudu residing at Plot No.1142/A, Road No.54, Jubilee Hills, Hyderabad-500033, Smt. C. Jahnavi residing at Plot No.1142/A, Road No.54, Jubilee Hills, Hyderabad-500033, M/s. Srinivasa Farms Private Limited, (CIN: U01222TG1983PTC003979) a company incorporated under the provisions of Companies Act, 1956 having its Registered Office at Plot No.512, Road No.31, Jubilee Hills, Hyderabad 500 033, M/s. Jagapati Investments Private Limited, (CIN: U65993TG1994PTC018270) a company incorporated under the provisions of Companies Act, 1956 having its Registered Office at Plot No.512, Road No.31, Jubilee Hills, Hyderabad 500 033; Dr. K. Somi Reddy residing at 54-14/8-58, Bharati Nagar, Ring Road, Vijayawada - 520 008, Sri K. Ashok Reddy, residing at D.No.55-42-61/3, Doctors Colony, Seethammadhara, Visakhapatnam-530013, Sri E. Bhaskar Rao, residing at Plot No.1086, Road No.55, Jubilee Hills, Hyderabad-500033 and Sri T. Rajasekhar, residing at Flat No. 404, Sri Nilaya Apts, Opp. Loyola College Auditorium, Vijayawada-520 008. (HEREINAFTER COLLECTIVELY REFERRED TO AS THE "ACQUIRERS") inviting you to tender your fully paid-up equity shares of Rs.10/- each pursuant to a Reverse Book Building Process in accordance with Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 as amended ("Delisting Regulations")</p> | |
| <p>Floor Price: Rs.110/- (Rupees One hundred and Ten Only) per equity share of face value of Rs. 10/- each</p> | |
| <p>Bid Opens on: April 09, 2015 (Thursday)</p> | |
| <p>Bid Closes on: April 13, 2015 (Monday)</p> | |
| <p>MANAGER TO THE OFFER</p> | <p>REGISTRAR TO THE OFFER</p> |
|  <p>KARVY INVESTOR SERVICES LIMITED "Karvy House", 46, Avenue 4, Street No. 1, Banjara Hills, Hyderabad - 500 034, Telangana, India Telephone: 91 40 2342 8774/ 2331 2454 Fax : 91 40 2337 4714/ 2331 1968 Email: cmg@karvy.com Website: www.karvy.com Investor Grievance Email: igmbd@karvy.com Contact Persons: Sri M P Naidu / Ms. G Krishna Sowjanya</p> |  <p>CIL SECURITIES LIMITED 214, Raghava Ratna Towers, Abids, Hyderabad - 500 001, Telangana, India Telephone: 91 40 23202465 / 23203155, Fax: 91 40 23203028 E-mail: shldelisting@cilsecurities.com Website: www.cilsecurities.com Contact Person: Sri M.M. Hussain</p> |

If you wish to tender your shares to the Acquirers, you should:

(a) Read this Letter of Offer and the instructions herein; (b) Complete and sign the accompanying Bid Form in accordance with the instructions therein and in this Letter of Offer which is enclosed at the end of this booklet; (c) Ensure that you have: (i) in case of shares held in dematerialized form, credited or pledged your Equity Shares to the correct Special Depository Account, as applicable (details of which are set out in Paragraph 17.5 of this Letter of Offer) and obtained a copy of your delivery instruction or pledge instruction from your depository participant, duly acknowledged and stamped in relation thereto; or (ii) in case of Equity Shares held in physical form, executed the share transfer deed; (d) submit your Bid Form along with: (i) a photocopy of your acknowledged delivery instruction or pledge instruction received from your depository participant, as applicable; or (ii) share transfer deed(s) and original share certificate(s); or (iii) original contract note, in case you are an unregistered shareholder, as applicable, by hand delivery to one of the Bid Centres set out in this Letter of Offer or in case you reside in an area where no Bid Centre is located you may submit your bid by registered post / speed post / courier (at your own cost and risk), clearly marking the envelope "Srinivasa Hatcheries Limited - Delisting Offer", to Karvy Stock Broking Limited so as to ensure that their Bids are delivered to: Karvy Stock Broking Limited having their office at 5th Floor, Karvy Naina Towers, 8-2-609/NT, Road No.10, Banjara Hills, Hyderabad-500 034, on or before the Bid Closing Date and upto Bid Closing Time (3.00 PM).

SCHEDULE OF ACTIVITIES

| Activity | Day | Date ⁽¹⁾ |
|--|-----------|---------------------|
| Resolution for delisting of Equity Shares passed by the shareholders of the Company | Wednesday | 14.01.2015 |
| Publication of Public Announcement (PA) by the Acquirers | Monday | 16.03.2015 |
| Specified Date ⁽²⁾ for determining the names of Public Shareholders to whom the Letter of Offer shall be sent | Friday | 20.03.2015 |
| Dispatch of Letter of Offer to Public Shareholders as on the Specified Date | Tuesday | 24.03.2015 |
| Bid Opening Date (bidding starts at 10.00 a.m.) | Thursday | 09.04.2015 |
| Last date for upward revision or withdrawal of bids (3.00 p.m.) | Friday | 10.04.2015 |
| Bid Closing Date (bidding closes at 3.00 p.m.) | Monday | 13.04.2015 |
| Last date for making public announcement of Discovered Price/Exit Price and the Acquirers' acceptance/rejection of Discovered Price/Exit Price | Friday | 24.04.2015 |
| Last date for payment of consideration for the Equity Shares to be acquired in case of a successful Delisting Offer ⁽³⁾ | Tuesday | 28.04.2015 |
| Last date for return of Equity Shares to Public Shareholders in case of failure of Delisting Offer/rejection of Bids | Tuesday | 28.04.2015 |

Notes: (1) All the dates are subject to change and depend on obtaining the requisite statutory and regulatory approvals, as may be applicable. Changes to the proposed timeline, if any, will be notified to Public Shareholders by way of a public announcement in the same newspapers where the Public Announcement is published. (2) Specified Date is only for the purpose of determining the names of the Public Shareholders as on such date to whom Letter of Offer will be sent. However, all Public Shareholders (registered or unregistered) of the Equity Shares are eligible to participate in the Delisting Offer at any time before and on the Bid Closing Date (3) Subject to the acceptance of the Discovered Price (if it is higher than the Floor Price) or offer of an Exit Price higher than the Discovered Price by the Acquirers.

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| | ENCLOSURES: Bid Form and blank Share Transfer Deed, if applicable. | |

KEY DEFINITIONS

| TERM | DEFINITION |
|-------------------------------------|---|
| Acquirers | (1) Sri C. Jagapati Rao, (2) Sri C. Suresh Rayudu, (3) Smt. C. Jahnavi, (4) M/s. Srinivasa Farms Private Limited, (5) M/s. Jagapati Investments Private Limited, (6) Dr. K. Somi Reddy, (7) Sri K. Ashok Reddy, (8) Sri E. Bhaskar Rao and (9) Sri T. Rajasekhar. |
| Bid | Offer by a Public Shareholder to tender his/her offer shares by submitting a Bid Form at the relevant Bid Centre during the Bid Period in accordance with this Letter of Offer. |
| Bid Centres | The centres listed in paragraph 16 of this Letter of Offer for the submission of Bid Forms |
| Bid Closing Date | 3.00 PM on Monday, April 13, 2015 being the last date of the Bidding Period. |
| Bid Form | Bid Form as enclosed with this Letter of Offer and specifically marked as "Bid Cum Acceptance Form" and "Bid Revision/Withdrawal Form". |
| Bid Opening Date | Thursday, April 09, 2015 being the date on which the Bidding Period commences. |
| Bid Period | Bid Opening Date to Bid Closing Date i.e. Thursday, April 09, 2015 to Monday, April 13, 2015 both days inclusive. |
| Letter of Offer/Offer Letter | This Letter of Offer dated March 18, 2015 issued by the Acquirers inviting Bids from all Public Shareholders |
| BSE | BSE Limited, Mumbai |
| Board of Directors | Board of Directors of the Company |
| CDSL | Central Depository Services (India) Limited |
| Company / SHL | Srinivasa Hatcheries Limited (CIN No. L01222TG1978PLC002297) having its Registered Office at Plot No.512, Road No.31, Jubilee Hills, Hyderabad 500 033, Telangana. |
| Delisting Offer/Offer | Offer made by the Acquirers to acquire all the offer shares not currently held by them, from the Public Shareholders in accordance with the Delisting Regulations, PA and this Letter of Offer. |
| Delisting Regulations | Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009, as amended |
| Depository Participant Instructions | The instructions from a shareholder to the Depository Participant to credit/pledge offer shares to the Special Depository Account. |
| Discovered Price | Minimum price payable by the Acquirers for the Offer Shares it intends to acquire pursuant to the Offer, as determined in accordance with the Regulations, being the price at which the maximum numbers of Offer Shares are tendered |
| Escrow Bank | HDFC Bank Limited acting through its Lakdikapul Branch, Hyderabad - 500 004. |
| ECS | Electronic Clearing System |
| Exit Price | The price finally accepted or offered by the Acquirers (which may be the Discovered Price or a price higher than the Discovered Price) |
| Equity Shares / Shares | Fully paid-up equity shares of Rs.10/- each of the Company |
| FEMA | Foreign Exchange Management Act, 1999 |
| Floor Price | The price of Rs.110.00 per Equity Share determined in accordance with the Regulations. |
| J IPL | Jagapati Investments Private Limited |
| Manager to the Offer / Karvy | Karvy Investor Services Limited |
| NSDL | National Securities Depository Limited |
| NEFT | National Electronic Funds Transfer |
| Offer Shares | 24,24,310 equity shares being 25% of the paid-up equity share capital held by the Shareholders of the Company other than the Promoters. |
| Offer Size | Offer shares multiplied by the Floor Price amounting to Rs.26,66,74,100/- |

| | |
|-------------------------------------|--|
| Public Announcement / PA | Public Announcement of the Delisting Offer dated March 14, 2015 made by the Acquirers on March 16, 2015 in Financial Express (English National Daily – all editions), Jansatta (Hindi National Daily – all editions) and Loksatta (Marathi – Regional Language Daily – Mumbai edition) |
| Physical Shareholders | Shareholders who hold offer shares in Physical form |
| Public Shareholders / Shareholders | Shareholders of equity shares of Srinivasa Hatcheries Limited other than the Promoters/Promoter Group. |
| RBBP | Reverse Book-Building Process |
| RBI | Reserve Bank of India |
| Registrar to the Offer | CIL Securities Limited |
| Regulations / Delisting Regulations | Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 |
| RTGS | Real Time Gross Settlement |
| SEBI Act | Securities and Exchange Board of India Act, 1992, as amended |
| SFPL | Srinivasa Farms Private Limited |
| Special Depository Account | The account of the Manager to which the Offer Shares must be credited or pledged prior to submission of Bids, details of which are set out in this Letter of Offer. |
| Specified Date | Friday, March 20, 2015 |
| Stock Exchange/BSE | BSE Limited, Mumbai |
| Takeover Code | Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 |
| Trading Member | Karvy Stock Broking Limited |
| w.e.f. | With Effect From |

Note: All capitalized terms used in this Letter of Offer, but not otherwise defined, shall have the same meaning as ascribed in the Delisting Regulations.

Dear Shareholder,

Invitation to tender your Equity Shares in **Srinivasa Hatcheries Limited**
(hereinafter referred to as the "**Company**" or "**SHL**")

The Acquirers are pleased to invite you to tender, on the terms and subject to the conditions set out below, your fully paid-up equity shares in the company pursuant to Offer made in accordance with relevant provisions of the Delisting Regulations.

1. BACKGROUND OF THE DELISTING OFFER

- 1.1 SHL is a public limited company incorporated under the provisions of the Companies Act, 1956 and having its Registered Office at Plot No.512, Road No.31, Jubilee Hills, Hyderabad 500 033, Telangana. Tel. No. 91 40 23633500/23633501, Fax: 91 40 23633502, Email: investors@shgroup.in Website: www.shgroup.in. The Equity shares of the company are presently listed on BSE Limited ("**BSE**").
- 1.2 The Authorised Share Capital of the Company is Rs.1,000.00 lakhs comprising of 1,00,00,000 Equity Shares of Rs. 10/- each. The issued and subscribed capital of the Company is Rs.970.66 Lakhs comprising of 97,06,600 Equity Shares of Rs.10/- each of which 11,100 Equity Shares were forfeited on 19/09/2001; paid-up share capital is Rs.969.55 lakhs comprising of 96,95,500 Equity Shares of Rs.10/- each fully paid-up. The Acquirers hold 58,20,120 equity shares as on date representing 60.03% of the paid-up equity capital of the Company. The Promoters and Promoter Group hold 72,71,190 equity shares as on date representing 75.00% of the paid-up equity capital of the Company.
- 1.3 The Acquirers being part of Promoter Group is making this voluntary offer to acquire 24,24,310 fully paid up equity shares of Rs.10/-each of the Company representing 25% of the paid up equity share capital of the Company (Public Shareholding) at a Price to be determined under the Reverse Book Building Process ("**RBBP**"), subject to terms and conditions mentioned hereafter.
- 1.4 The Acquirers vide letter dated November 26, 2014 expressed their intention to the Board of Directors of the Company to make a Voluntary Delisting Offer to the public shareholders of the Company. The Board of Directors of the Company have vide its resolution dated December 04, 2014, taken on record and approved the proposal received from the Acquirers to make a Voluntary Delisting Offer to the public shareholders of the Company in accordance with the Regulations.
- 1.5 The Acquirers seek to acquire 24,24,310 Equity Shares of Rs.10/- each at a floor price of Rs.110/- per share aggregating to Rs.26,66,74,100/- representing 25% of the paid-up equity share capital held by the public shareholders of the Company, if and when offered by the public shareholders, pursuant to the Delisting Offer under the Regulations and proposes to apply for delisting of the equity shares from the Stock Exchange where the shares of the Company are listed; viz; BSE Limited.
- 1.6 Accordingly, a special resolution has been passed by the shareholders of the Company through postal ballot in accordance with the provisions of Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 including any statutory modification or re-enactment thereof for the time being in force, relating to passing of Resolutions by Postal Ballot and the results of which were announced on January 14, 2015, approving the voluntary delisting of the company's shares pursuant to the Regulations. In terms of the proviso to the regulation 8(1)(b) of the Regulations, the said special resolution has been passed with a requisite majority. The Acquirers reserve the right to withdraw the Delisting Offer in the event if all or any of the conditions for the Delisting Offer as mentioned in paragraph 13 below, have not been fulfilled.
- 1.7 The Company has made an application to BSE seeking in-principle approval for delisting vide letter dated January 14, 2015. BSE has granted in-principle approval for the proposed delisting vide its letter No. DCS/DEL/RK/IP/964/2014-2015 dated February 23, 2015.
- 1.8 The Public Announcement was issued on March 16, 2015 in the following newspapers as required under the Regulations.

| Newspaper | Language | Editions |
|-----------------------|-----------------|-----------------|
| The Financial Express | English | All |
| Jansatta | Hindi | All |
| Loksatta | Marathi | Mumbai |

- 1.9 Any changes, modifications or amendments to the PA, if any, will be notified by issuing addendum/corrigendum in all of the aforesaid Newspapers.

2. OBJECTIVE FOR DELISTING

The Acquirers proposes to delist the equity shares of the Company for the following reasons:-

- (1) To obtain full ownership of the Company which will provide the promoters and promoter group with increased operational flexibility to support the company's business and strategic needs; and
- (2) To provide an exit opportunity to the public shareholders of the company.

3. BACKGROUND OF THE ACQUIRERS

- 3.1 **Sri C. Jagapati Rao**, son of Late Sri C. Venkata Rayudu, aged about 81 years is residing at Plot No.1142/A, Road No.54, Jubilee Hills, Hyderabad-500033. He is a Post Graduate in International Relations, Jadhavpur University, Kolkata. He is a Promoter and Chairman of Srinivasa Hatcheries Limited. He started his career in poultry industry in 1964 with a Poultry Farm in Uppal, Hyderabad. He is one of the Founder Directors of Venkateshwara Hatcheries Group. The Networth of Sri C. Jagapati Rao as on 31.12.2014 is Rs.4620.53 lakhs as certified by M/s. S.Daga & Co., Chartered Accountants, 403, Paigah Plaza, Basheerbagh, Hyderabad - 500 063 (Firm Regn.No. 000669S) vide Certificate No. 191/2014-15 dated 17.02.2015.
- 3.2 **Sri C. Suresh Rayudu**, son of Sri C. Jagapati Rao, aged about 44 years is residing at Plot No.1142/A, Road No.54, Jubilee Hills, Hyderabad-500033. He is a Graduate in Computer Engineering and MBA from Emory University, Atlanta, USA. He is a Member of the Promoter Group and Vice-Chairman & Managing Director of Srinivasa Hatcheries Limited. The Networth of Sri C. Suresh Rayudu as on 31.12.2014 is Rs.1280.01 lakhs as certified by M/s. S.Daga & Co., Chartered Accountants, 403, Paigah Plaza, Basheerbagh, Hyderabad - 500 063 (Firm Regn.No. 000669S) vide Certificate No. 193/2014-15 dated 17.02.2015.
- 3.3 **Smt. C. Jahnavi**, wife of Sri C. Suresh Rayudu, aged about 41 years is residing at Plot No. 1142/A, Road No.54, Jubilee Hills, Hyderabad-500033. She is a Graduate in Commerce. She is a Member of the Promoter Group of Srinivasa Hatcheries Limited. The Networth of Smt. C. Jahnavi as on 31.12.2014 is Rs.606.04 lakhs as certified by M/s. S.Daga & Co., Chartered Accountants, 403, Paigah Plaza, Basheerbagh, Hyderabad - 500 063 (Firm Regn.No. 000669S) vide Certificate No. 192/2014-15 dated 17.02.2015.
- 3.4 **Srinivasa Farms Private Limited (SFPL)** was incorporated on 2nd June, 1983 under the provisions of Companies Act, 1956 having its registered office at Plot No.512, Road No.31, Jubilee Hills, Hyderabad 500 033. The CIN of SFPL is U01222TG1983PTC003979. The name of the Company has been changed from Srinivasa Foods and Feeds Private Limited to Srinivasa Farms Private Limited w.e.f. 14.09.2014. The Company was promoted by Sri C. Jagapati Rao, Dr. K. Somi Reddy and Dr. T. Krishna Reddy. The Board of Directors of SFPL are Sri C. Jagapati Rao, Sri C. Suresh Rayudu, Dr. K. Somi Reddy, Dr. T. Krishna Reddy, Sri K. Ashok Reddy and Sri U. Ganesh. The Company's foray is into two business segments i.e., Feed Division and Soya Division. The Company has two feed plants with an aggregate installed capacity to produce 207500 tonnes per annum of poultry feed and Soya Division with its soya plant situated near Nagpur in Maharashtra State with a capacity to crush 150000 tonnes per annum of soya bean.

As on the date of the PA, the issued and paid-up equity share capital of SFPL is Rs.50,00,000 (Rupees fifty lakhs Only) consisting of 5,00,000 (Five lakhs) equity shares of face value of Rs.10/- each fully paid-up. The equity shares of SFPL are not listed on any Stock Exchange.

The financial highlights of SFPL for the last three years are as below:

| Particulars | (Rs. In Lakhs) | | |
|--|-------------------------|-------------------------|-------------------------|
| | 31/03/2014 (audited) | 31/03/2013 (audited) | 31/03/2012 (audited) |
| Total Income | 34330.10 | 18856.60 | 12593.85 |
| Profit/Loss after tax | 201.39 | 486.50 | 591.58 |
| Equity capital | 50.00 | 50.00 | 50.00 |
| Reserves & Surplus (Excluding capital reserve) | 3306.17 | 4521.18 | 4150.90 |
| Networth | 3356.17* | 4571.18 | 4200.90 |

* SFPL acquired a Soya Processing Company by name Srinivasa Soya Private Limited in December, 2012 as a measure of backward integration of its operations and also in view of tax planning. Subsequently the acquired Company got merged with SFPL in June, 2014. As a result of this, there was a reduction in Networth of SFPL in the Financial Year 2013-14.

The Networth of SFPL as on 31.03.2014 is Rs.3356.17 lakhs as certified by M/s. S.Daga & Co., Chartered Accountants, having their office at #403, Paigah Plaza, Basheerbagh, Hyderabad - 500 063 (Firm Regn. No. 000669S) vide Certificate No. 177/2014-15 dated 05.02.2015.

- 3.5 **Jagapati Investments Private Limited (JIPL)**, was incorporated on 8th September, 1994 under the provisions of Companies Act, 1956 having its registered office at Plot No.512, Road No.31, Jubilee Hills, Hyderabad 500 033. The CIN of JIPL is U65993TG1994PTC018270. The Company was promoted by Sri C. Jagapati Rao. The Board of Directors of JIPL are Sri C. Jagapati Rao, Sri C. Suresh Rayudu, Smt. C. Mangayamma and Smt. C. Jahnavi.

JIPL was incorporated with the main object of carrying on the business of investment in properties and assets of all kinds and description, and to buy, invest in, acquire, hold and deal in shares, stocks, securities and properties and assets of all kinds and description. The Company is at present registered with the Reserve Bank of India as a Non-Banking Finance Institution.

As on the date of the PA, the issued and paid-up equity share capital of JIPL is Rs. 5,03,400/- (Rupees Five lakhs three thousand and four hundred Only) consisting of 50,340 (Fifty thousand three hundred and forty only) equity shares of face value of Rs.10/- each fully paid-up. As on the date of the PA, the equity shares of JIPL are not listed on any Stock Exchange.

The financial highlights of JIPL for the last three years are as below:

| (Rs. In Lakhs) | | | |
|-----------------------|-------------------------|-------------------------|-------------------------|
| Particulars | 31/03/2014 (audited) | 31/03/2013 (audited) | 31/03/2012 (audited) |
| Total Income | 80.51 | 418.42 | 107.33 |
| Profit/Loss after tax | 71.79 | 220.39 | 97.77 |
| Equity capital | 5.03 | 5.03 | 5.03 |
| Reserves & surplus | 598.93 | 572.62 | 439.99 |
| Networth | 603.96 | 577.65 | 445.03 |

The Networth of JIPL as on 31.03.2014 is Rs.603.96 lakhs as certified by M/s. Mullapudi & Co., Chartered Accountants, (Firm Regn. No. 006707S) having their office at 206, Hanuman Mansion, 8-3-1100/B/206, Plot No.110, Srinagar Colony, Hyderabad – 500 073 vide Certificate dated 05.02.2015.

- 3.6 **Dr. K. Somi Reddy**, son of Late Sri. K. Gopal Reddy aged about 67 years is residing at 54-14/8-58, Bharati Nagar, Ring Road, Vijayawada - 520 008. He is a Graduate in Veterinary Science and a Gold Medalist Post Graduate in Poultry Science from Andhra Pradesh Agricultural University, Hyderabad. He is a Promoter and Joint Managing Director of Srinivasa Hatcheries Limited and oversees the operations of the Company. Before co-promoting Srinivasa Hatcheries Limited, he worked as Technical Officer in Venkateshwara Hatcheries Group. The Networth of Dr. K. Somi Reddy as on 31.12.2014 is Rs.113.34 lakhs as certified by M/s. Suresh Siva & Co., Chartered Accountants, 11-40-1, S.F.-10, 2nd Floor, Chitturi Complex, Pulipativari Street, Vijayawada – 520 001 (Firm Regn No. 012743S) vide Certificate dated 13.02.2015.
- 3.7 **Sri. K. Ashok Reddy**, son of Dr. K. Somi Reddy, aged about 41 years is residing at D.No.55-42-61/3, Doctors Colony, Seethammadhara, Visakhapatnam-530013. He is a Graduate in Engineering and holds MS Degree from Stevens Institute of Technology, USA. He is a Member of the Promoter Group and Whole-Time Director of Srinivasa Hatcheries Limited. The Networth of Sri K. Ashok Reddy as on 31.12.2014 is Rs.1145.73 lakhs as certified by M/s. Suresh Siva & Co., Chartered Accountants, 11-40-1, S.F.-10, 2nd Floor, Chitturi Complex, Pulipativari Street, Vijayawada – 520 001 (Firm Regn No. 012743S) vide Certificate dated 13.02.2015.
- 3.8 **Sri. E Bhaskar Rao**, son of Late Sri E. Varadha Rao aged about 52 years is residing at Plot No.1086, Road No.55, Jubilee Hills, Hyderabad - 500033. He is a Graduate in Commerce and member of the Promoter Group of Srinivasa Hatcheries Limited. The Networth of Sri E. Bhaskar Rao as on 31.12.2014 is Rs.7996.60 lakhs as certified by M/s. S.Daga & Co., Chartered Accountants, 403, Paigah Plaza, Basheerbagh, Hyderabad – 500 063 (Firm Regn No. 000669S) vide Certificate No. 195/2014-15 dated 19.02.2015.
- 3.9 **Sri. T. Rajasekhar**, son of Dr. T. Krishna Reddy, aged about 36 years is residing at Flat No. 404, Sri Nilaya Apts, Opp. Loyola College Auditorum, Vijayawada-520 008. He pursued MBA from North Carolina State University, USA and a member of the Promoter Group of Srinivasa Hatcheries Limited. The Networth of Sri T. Rajasekhar as on 31.12.2014 is Rs. 498.51 lakhs as certified by M/s. Nanduri & Co., Chartered Accountants, 16-2-19, Valluri Vari Street, Mandapeta – 533 308 (Firm Regn No. 009497S) vide Certificate dated 17.02.2015.
- 3.10 Sri C. Suresh Rayudu is the son of Sri C. Jagapati Rao; Smt. C. Jahnavi is the wife of Sri C. Suresh Rayudu; Sri K. Ashok Reddy is the son of Dr. K. Somi Reddy.
- 3.11 As on date, Sri C. Jagapati Rao is a Promoter and Chairman of the Company and Sri C. Suresh Rayudu is a member of the Promoter Group and Vice-Chairman & Managing Director, Dr. K. Somi Reddy is a Promoter and Joint Managing Director, Sri K. Ashok Reddy is a member of the Promoter Group and Whole-Time Director of the Company controls the management of the Company.

3.12 The Acquirers have 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.

3.13 The Acquirers do not hold any position on Board of Directors of any listed Company except Sri. C Jagapati Rao who is a Director on the board of M/s. Venky's (India) Limited and Sri E. Bhaskar Rao, who is a Director on the Board of M/s. SSPDL Limited.

4. BACKGROUND OF THE COMPANY

4.1 The Company was originally incorporated on 8th May, 1978 under the provisions of Companies Act, 1956 as a private limited company and subsequently converted into a public limited company on 26th October 1994 by virtue of a special resolution dated 11th October 1994. The Registered Office is situated at Plot No.512, Road No.31, Jubilee Hills, Hyderabad 500 033 phone no. 91 40 23633500/23633501 Fax no. 91 40 23633502, Email id: investors@shgroup.in Website: www.shgroup.in

4.2 The Company is in the business of production and sale of day old layer and broiler chicks and broiler hatching eggs.

4.3 The Company's production units are located at multiple places in the State of Andhra Pradesh and an unit in Telangana. It has the capacity to house 4,40,000 layer parents and 3,00,000 broiler parents. The Company currently produces and sells Day Old Chicks to Poultry Farmers.

4.4 All the Acquirers are forming part of Promoters and Promoter Group of the Company.

4.5 The Board of Directors of the Company comprise of Sri C. Jagapati Rao, Chairman, Sri C. Suresh Rayudu, Vice-Chairman & Managing Director, Dr. K. Somi Reddy, Joint Managing Director, Sri K. Ashok Reddy, Whole Time Director, Dr. T. Krishna Reddy, Independent Director, Dr. Y. Sanjay Kumar, Independent Director, Dr. A. Sreenivasa Rao, Independent Director, and Sri Vivek Bhargava, Independent Director.

4.6 There have been no Mergers/ demergers or spin offs in SHL during the last three years.

4.7 The financial highlights of SHL for the last three years and for the nine months period ended December 31, 2014 are as below:

| Particulars | (Rs. In Lakhs) | | | |
|--------------------------|--------------------------------------|----------------------|----------------------|----------------------|
| | 9 months period ended 31/12/2014 (*) | 31/03/2014 (audited) | 31/03/2013 (audited) | 31/03/2012 (audited) |
| Total Income | 13791.96 | 14741.87 | 14330.82 | 13715.36 |
| Profit/Loss before tax | (87.91) | 786.43 | 222.92 | 1424.29 |
| Profit/Loss after tax | (61.77) | 540.73 | 149.95 | 978.75 |
| Earnings per share (EPS) | (0.64) | 5.58 | 1.55 | 10.09 |
| Equity capital | 970.12 | 970.12 | 970.12 | 970.12 |
| Reserves & Surplus | 8303.69 | 8502.61 | 8130.90 | 8149.97 |
| Networth | 9273.81 | 9472.73 | 9101.02 | 9120.09 |

(*) subjected to limited review by Statutory Auditors.

5. STOCK EXCHANGES FROM WHICH THE EQUITY SHARES ARE PROPOSED TO BE DELISTED

5.1 The equity shares of the Company are currently listed on BSE Limited (**BSE**). The Shares of the Company are frequently traded on BSE as per the Regulations.

5.2 The Acquirers are seeking to delist the equity shares of the Company from BSE and "in-principle" approval from BSE has been obtained in this regard vide letter no. DCS/DEL/RK/IP/964/2014-2015 dated February 23, 2015.

6. PRESENT CAPITAL STRUCTURE AND SHAREHOLDING PATTERN

6.1 The Authorised Share Capital of the Company is Rs.1,000.00 Lakhs comprising of 1,00,00,000 equity shares of Rs. 10/- each. The issued and subscribed capital of the Company is Rs.970.66 Lakhs comprising of 97,06,600 Equity Shares of Rs.10/- of which 11,100 Equity Shares were forfeited on 19/09/2001; paid-up share capital is Rs.969.55 lakhs comprising of 96,95,500 Equity Shares of Rs.10/- each.

6.2 All the equity shares of the Company are listed on BSE Limited, Mumbai (BSE). There are no partly paid up shares of the Company.

6.3 There are no outstanding convertible instruments. There are no shares under lock in period.

6.4 The shareholding pattern of the Company as on 13.03.2015 is as follows:

| Particulars | No. of Shares | % of Fully Paid up Share Capital |
|---|------------------|----------------------------------|
| (A) Promoters & Promoter Group | | |
| Acquirers | 58,20,120 | 60.03 |
| Promoter Group other than Acquirers | 14,51,070 | 14.97 |
| (B) Public | | |
| Public | 24,24,310 | 25.00 |
| Grand Total (A+B) | 96,95,500 | 100.00 |

Other than the shareholdings mentioned above, none of the Promoters/Promoter Group hold and/or control any Equity Shares of the Company.

7. LIKELY POST DELISTING CAPITAL STRUCTURE

The likely post-delisting capital structure of the Company, assuming all the Offer Shares are acquired pursuant to the Delisting Offer will be as follows:

| Particulars | No. of Shares | % of Fully Paid up Share Capital |
|----------------------------|------------------|----------------------------------|
| Promoters & Promoter Group | 96,95,500 | 100.00 |
| Total | 96,95,500 | 100.00 |

8. MANAGER TO THE DELISTING OFFER

The Acquirers have appointed **Karvy Investor Services Limited** (SEBI Regn. No. MB/INM000008365) having their office at Karvy House, 46, Avenue 4, Street No.1, Banjara Hills, Hyderabad-500 034, Telangana, India, Telephone: 91 40 2342 8774 / 2331 2454, Fax: 91 40 2337 4714. E-mail: cmg@karvy.com Contact Persons: Sri M. P. Naidu / Ms. G. Krishna Sowjanya, as **"Manager to the Offer"** within the meaning of explanation to Regulation 10 (4) of the Regulations.

9. REGISTRAR TO THE DELISTING OFFER

The Acquirers have appointed **CIL Securities Ltd.** (SEBI Regn.No.INR000002276) having their office at 214, Raghava Ratna Towers, Abids, Hyderabad-500001 Telephone: 91 40 23202465 / 23203155, Fax: 91 40 23203028 E-mail: shldelisting@cilsecurities.com Contact Person: Sri M.M. Hussain, as **"Registrar to the Offer"**.

10. INFORMATION REGARDING STOCK MARKET DATA

The Equity Shares of the Company are listed on BSE Limited (BSE).

The High, Low and Average Market Prices of the Equity Shares along with the trading volumes during the preceding three calendar years on BSE are as follows:

| Year | High (Rs. Per share) | Low (Rs. Per share) | Average (Rs. Per share) | Volume for the year |
|------|----------------------|---------------------|-------------------------|---------------------|
| 2012 | 80.50 | 54.30 | 67.40 | 1,99,700 |
| 2013 | 64.55 | 43.05 | 53.80 | 78,003 |
| 2014 | 118.00 | 45.65 | 81.83 | 7,52,880 |

Source: BSE website (www.bseindia.com)

The monthly high and low market prices and the trading volumes of the Equity Shares traded on BSE for the six calendar months preceding the date of the PA:

| Month | High (Rs. Per share) | Low (Rs. Per share) | Average (Rs. Per share) | Volume for the month |
|----------------|----------------------|---------------------|-------------------------|----------------------|
| September 2014 | 80.95 | 61.55 | 71.25 | 59,552 |
| October 2014 | 108.95 | 66.05 | 87.50 | 2,16,314 |
| November 2014 | 108.00 | 88.25 | 98.13 | 1,20,508 |
| December 2014 | 118.00 | 96.15 | 107.07 | 1,42,742 |
| January 2015 | 117.80 | 95.00 | 106.40 | 94,159 |
| February 2015 | 120.00 | 105.00 | 112.50 | 2,86,611 |

Source: BSE website (www.bseindia.com)

Notes: 1) High/Low prices during the period 2) Average of high and low prices during the period 3) Cumulative trading volume during the period

11. DETERMINATION OF THE FLOOR PRICE

- 11.1 The Regulations require the determination of a "Floor Price" for the Shares to be acquired pursuant to the Reverse Book-Building Process ("RBBP") as specified in the Schedule II of the Regulations.

In accordance with Regulation 15(1) and 15(2) of the Regulations, the Floor price has been determined at Rs.110/- per equity share considering the average of the weekly high and low of the closing prices of the equity shares of the company during the twenty six weeks or two weeks preceding November 27, 2014 (the date on which BSE was notified of the board meeting (Board Meeting was held on December 04, 2014) in which the delisting proposal was considered, whichever is higher, as quoted on BSE where the equity shares of the company are traded.

- 11.2 The result of the board meeting held for considering the Delisting Offer was notified to the BSE on December 04, 2014. BSE was notified about the Board Meeting on November 27, 2014. The annualized trading turnover of the equity shares of the Company during the six calendar months preceding the month in which the board meeting was notified (May 2014 - October 2014) to BSE, being the Stock Exchange on which the equity shares of the Company are listed is detailed below:

| Name of Stock Exchange | Total No. of equity shares traded during May 2014 to October 2014 | Total No. of listed equity shares during May 2014 to October 2014 | Annualised trading turnover (in terms of % of total listed equity shares) |
|------------------------|---|---|---|
| BSE Limited | 4,33,787 | 96,95,500 | 8.95% |

- 11.3 In terms of the explanation to Regulation 15(2)(b) of the Regulations, as the annualized trading turnover is more than 5% of the total listed equity shares, the equity shares of the Company are deemed to be frequently traded for the purpose of the Regulations. Accordingly the floor price has been determined taking into account the following parameters:

| | | | |
|----|--|---|----------|
| a) | The average of the weekly high and low of the closing prices of the shares of SHL on Stock Exchange, during 26 weeks period prior to the date on which the recognized Stock Exchange was notified of the Board Meeting in which the Delisting proposal was considered. | : | Rs.74.74 |
| b) | The average of the daily high and low of the prices of the shares of SHL, during 2 weeks period prior to the date on which the recognized Stock Exchange was notified of the Board Meeting in which the Delisting proposal was considered. | : | Rs.96.48 |

- 11.4 Based on the above, the Acquirers in consultation with the Merchant Banker has set the floor price at Rs.110/- per share and is prepared to acquire and agree to accept the shares at the floor price of Rs.110/- subject to Regulations as applicable.
- 11.5 The Acquirers reserve the right not to acquire the offered shares at any higher price established pursuant to the Reverse Book-Building Process set forth in the Regulations

12 DETERMINATION OF THE DISCOVERED / EXIT PRICE

- 12.1 All Public Shareholders may tender their equity shares during the Bid Period (as defined in paragraph 15 herein below) at or above the floor price.
- 12.2 In accordance with the Regulations, the price payable by the Acquirers for the equity shares they propose to acquire pursuant to the Delisting Offer will not be less than the price at which the maximum number of equity shares have been tendered (the "Discovered Price") pursuant to the Delisting Offer.
- 12.3 The Acquirers are obligated to accept the Discovered Price if it is equal to the Floor Price, but are under no obligation to accept the Discovered Price if it is higher than the Floor Price. The Acquirers may at their discretion, acquire the equity shares at the Discovered Price if it is higher than the Floor Price or at a price higher than the Discovered Price. The price so accepted by the Acquirers (not less than the Discovered Price) is referred to as the exit price (the "Exit Price").
- 12.4 The Acquirers shall announce the Discovered Price and their decision to accept or reject the Discovered Price and if accepted also announce the Exit Price as applicable, in the same newspapers in which the PA appeared, in accordance with the timetable set out at Para 21.
- 12.5 Once the Acquirers accept the Exit Price, the Acquirers will acquire, subject to the terms and conditions of the PA, including but not limited to fulfillment of the conditions mentioned in paragraph 13 below, all equity shares tendered up to and equal to the Exit Price, for a cash consideration equal to the Exit Price for each such equity share tendered.

13 CONDITIONS TO THE DELISTING OFFER

The acquisition of shares by the Acquirers and the delisting of the Company pursuant to the Offer are conditional upon:

- 13.1 The Acquirers accepting the Discovered Price or offering an Exit Price higher than the Discovered Price.
- 13.2 A minimum number of such offer shares being tendered at or below the Exit Price so as to cause the combined shareholding of the Promoter and Promoter Group in the Company to reach the minimum of 90% of the Equity Capital.
- 13.3 The Acquirers obtaining all requisite statutory and regulatory approvals as listed in paragraph 22 of the Public Announcement.
- 13.4 No amendments to the Regulations or any applicable regulations or any order from a Court or a competent regulatory authority, which would prejudice the Acquirers from proceeding with the Delisting Offer.

14. DISCLOSURE REGARDING THE MINIMUM ACCEPTANCE CONDITION FOR SUCCESS OF THE OFFER

This Delisting Offer made shall be deemed to be successful if post offer, the shareholding of the Promoter and Promoter Group taken together with the equity shares accepted in the reverse book-building offer through eligible bids at the Exit Price, reaches atleast 87,25,950 equity shares constituting 90.00% of the total paid-up equity share capital.

15. DATES OF OPENING AND CLOSING OF BID PERIOD

- 15.1 All public shareholders holding equity shares are eligible to participate in the reverse book building process by tendering whole or part of equity shares held by them at or above the floor price. The bid period for the reverse book-building process shall commence at 10.00 AM on Thursday, April 09, 2015 (the "**Bid Opening Date**") and close at 3.00 PM on Monday, April 13, 2015 (the "**Bid Closing Date**"). Any change to the Bid Period will be notified by way of an addendum/corrigendum in the newspapers where the PA was published.
- 15.2 Bids received after 3.00 p.m. on the Bid Closing Date may not be considered for the purpose of determining the Discovered Price payable for the equity shares by the Acquirers pursuant to the RBBP.
- 15.3 A letter inviting the Eligible Shareholders (along with necessary forms and detailed instructions) to tender their equity shares by way of submission of "Bids" (the "**Letter of Offer**") will be dispatched to all the public shareholders holding shares as on the specified date, i.e. on Friday, March 20, 2015.
- 15.4 In the event some Public Shareholders do not receive, or misplace their Letter of Offer, they may obtain a copy by writing to CIL Securities Limited at their registered office at 214, Raghava Ratna Towers, Abids, Hyderabad - 500 001 clearly marking the envelope "**Srinivasa Hatcheries Limited - Delisting Offer**". Alternatively, Public Shareholders may obtain copies of Letter of Offer at the Bid Centres (as hereinafter defined) or may obtain a soft copy of the Letter of Offer from the website of BSE, www.bseindia.com and also from the website of the Registrar to the Offer, www.cilsecurities.com.

16. DETAILS OF THE TRADING MEMBER AND THEIR BIDDING CENTRES

- 16.1 The Public Shareholders may tender their offer shares through online electronic system, the facility for which will be provided by the BSE. In this regard the Acquirers have appointed **Karvy Stock Broking Limited** having their office at 5th floor, Karvy Naina Towers, 8-2-609/NT, Road No.10, Banjara Hills, Hyderabad-500 034 (the "**Trading Member**") to facilitate the lodging of Bids on behalf of public shareholders. Shares held in physical form are required to be submitted along with the transfer deed or pledged to the "**Trading Member**" along with the bidding details, who in turn enters the bid and submit the forms to Registrar to the Offer for verification.
- 16.2 The details of the centers of the Trading Member mentioned above, where the Bids could be submitted by hand delivery and uploaded (the "**Bid Centers**") are as follows:

| Sr. No. | Bid Centre/City | Address of Trading Member | Contact Person | Phone Number |
|---------|-----------------|---|-------------------|------------------------------|
| 1 | Bengaluru | No:51/2, TKN Complex Vanivilas Road Opp National College, Basavanagudi, Bangalore 560 004 Karnataka | Ms Gayatri Alva | 080-26606125 |
| 2 | Chennai | A8, 3rd floor Mehabubani Towers No.48, Dr B N Road, T Nagar, Chennai - 600 017, Taminadu | Mr C M Prem Kumar | 044-42023762 |
| 3 | Hyderabad | 5 th Floor, Karvy Naina Towers, 8-2-609/NT, Road No.10, Banjara Hills, Hyderabad 500 034, Telangana | Mr G Suresh Kumar | 040-44677405 040-44677523 |

| | | | | |
|----|-------------------------|--|----------------------|---------------------------|
| 4 | Kolkata | 19, R N Mukherjee Road, II Floor Dalhousie, Kolkata 700 001, West Bengal | Mr Aranb Kumar Datta | 033-66192709 |
| 5 | Mumbai (Andheri) | 131, Andheri Industrial Estate, Off Veer Desai Road, Andheri-West, Mumbai 400 053, Maharashtra | Mr Nitin Karkhanis | 022-66211857 |
| 6 | Mumbai (Lower Parel) | 142-C, 1 st floor, Victor House, NM Joshi Marg, Lower Parel West, Mumbai 400 013, Maharashtra | Mr Kiran V Gurav | 022-61127430 |
| 7 | New Delhi | Flat No.7B/7D, 7 th floor, Vandhana Building, Tolstoy Marg, Connaught Place, New Delhi 110 001 | Mr Praveen Jain | 011-42536702 |
| 8 | Pune | First Floor, Dealing Chambers 573/1, J M Road, Shivaji Nagar Near Sai Service Station, Pune 411 004, Maharashtra | Ms Monica Nagare | 020-66447400 |
| 9 | Vijayawada | 39-10-7, Opp Municipal Water Tank Labbipet, Vijayawada 520010, Andhra Pradesh | Mr V S Mohan Rao | 0866-2465534 |
| 10 | Ahmedabad | 403, Samedh Complex, Beside Associate Petrol Pump, C G Road, Ahmedabad 380006, Gujarat | Ms Hetal Doshi | 079-67772600 / 2604 |
| 11 | Jaipur | 107/108, First Floor, Luhadia Towers Ashok Marg, C-Scheme, Jaipur 302001, Rajasthan | Mr Pawan Sharma | 0141-6637700 |
| 12 | Visakhapatnam | D.No.48-8-7, Ground Floor Dwaraka Daimond, Srinagar, Visakhapatnam Pin: 530016 Andhra Pradesh | Mr Sunil Kumar | 0891-2752918 / 2552917 |

17. PROCEDURE FOR BIDDING

- 17.1 The shareholders other than the promoters may submit Bids by completing the bid forms accompanying their Letter of Offer and submitting the Bid Forms to the Trading Member at any of the Bid Centres set out above in paragraph 16.2 on or before the prescribed time on the Bid Closing date.
- 17.2 Shareholders (in particular those shareholders who are resident in areas where no Bid Centres are located) may also submit their Bids by registered post (at their own risk and cost) and clearly marking the envelope as **"SRINIVASA HATCHERIES LIMITED DELISTING OFFER"** so as to ensure that their bids are delivered to the following address on or before the prescribed time on the Bid Closing Date: Karvy Stock Broking Limited, 5th floor, Karvy Naina Towers, 8-2-609/NT, Road No.10, Banjara Hills, Hyderabad - 500 034 (the **"Trading Member"**). If the duly filled Bid Forms arrive before the Bid Period starts, the Bid will be considered valid and however, the Trading Member will submit the Bid on commencement of the bid period.
- 17.3 Shares should not be tendered to the Manager to the Offer or the Registrar to the Offer or to the Acquirers or to the Company.
- 17.4 The shareholders who have tendered their shares by submitting Bids pursuant to the terms of the Public Announcement and the Letter of Offer, may withdraw or revise their bids upwards not later than one day prior to the Bid Closing Date, downward revision of Bids shall not be permitted. Any such request for withdrawal or revision of bids must reach the same Trading Member at the same Bid Centre where the original bid form was submitted by 3.00 PM one day prior to the Bid Closing Date i.e. by Friday, April 10, 2015.
- 17.5 The Manager to the Offer has opened a special depository account (the **"Special Depository Account"**), details of which are as follows:

| | |
|--|---|
| Special Depository Account Name | KISL - SRINIVASA HATCHERIES LIMITED - DELISTING OFFER DEMAT ESCROW ACCOUNT |
| Name of the Depository Participant | KARVY STOCK BROKING LIMITED |
| Name of the Depository | National Securities Depository Limited (NSDL) |
| Depository Participant Identification Number | IN300394 |
| Client Identification Number | 19045400 |

- 17.6 In order for the Bid Forms to be valid, Public Shareholders, who hold Shares in dematerialized form, must have transferred their Shares from their respective depository accounts to the Special Depository Account opened by the Manager to the Offer, enclosing a photocopy of the delivery instruction to their depository participant with the due acknowledgement of such depository participant. Alternatively, Public Shareholders, who hold Shares in dematerialized form, may mark a pledge for their Offer Shares to the Manager to the Offer in favour of the Special Depository Account prior to the submission of their Bids, enclosing a photocopy of the pledge instructions to their depository participant with the due acknowledgement of such depository participant.
- 17.7 In order for Bids to be valid, the Public Shareholders who hold Equity Shares in physical form should submit their Bid Form together with the share certificate(s) and duly executed transfer deed to the Trading Member, who shall immediately after entering their Bids on its system send them to the Company or the share transfer agent for confirming their genuineness. The Company or the share transfer agent shall deliver the certificates which are found to

be genuine to the Manager to the Offer. The bids in respect of the certificates which are found to be not genuine shall be deleted from the system. The transfer deed shall be dispatched along with the Letter of Offer.

- 17.8 All transfers should be in off-market mode.
- 17.9 The Shareholders who hold their Offer Shares through Central Depository Services (India) Limited (**CDSL**) will have to execute an inter-depository delivery instruction for the purpose of crediting their Offer Shares in favour of the Special Depository Account.
- 17.10 It is the sole responsibility of Shareholders to ensure that their Offer Shares are credited to or pledged in favour of the Special Depository Account on or before 3.00 p.m. on the Bid Closing Date.
- 17.11 The Manager to the Offer will hold in trust the Equity Shares/share certificates, Equity Shares lying in credit of the Special Depository Account and the transfer form(s), until the Acquirers complete their obligations under the Delisting Offer in accordance with the Regulations.
- 17.12 The ISIN for the Shares of the Company is **INE312E01013**.
- 17.13 In order for Bid Forms to be valid, unregistered Shareholders who hold Shares in physical form, must have submitted the Bid Form along with the original contract note issued by a registered share broker of a recognized stock exchange through whom such Shares were acquired, along with the original share certificate(s) and transfer deed(s) duly signed (as applicable), either by hand delivery or by Registered Post or by courier such that these are received by the Trading Member before 3:00 p.m. Indian Standard Time on Bid Closing Date. The Trading Member shall immediately after entering the bid on the system send them to the Company or the share transfer agent for confirming their genuineness.
- 17.14 If a Shareholder fails to receive or misplaces the Letter of Offer, a copy may be obtained by writing to the Registrar to the Offer at their address given on the cover page of this Letter of Offer, clearly marking the envelope "**SRINIVASA HATCHERIES LIMITED DELISTING OFFER**". Alternatively, the Shareholder may obtain copies of Bid Forms at the Bid Centres.
- 17.15 It shall be the responsibility of the Shareholders tendering in the Offer to obtain all requisite approvals (including corporate, statutory or regulatory approvals) if any, prior to tendering in the Delisting Offer and the Acquirers shall take no responsibility for the same. On receipt of the Offer Shares in the Special Depository Account, the Acquirers shall assume that the Shareholders have submitted their Bid only after obtaining applicable approvals, if any. The Acquirers reserve the right to reject those Bids which are submitted without attaching a copy of such required approvals.
- 17.16 The Shares to be acquired under this Delisting Offer are to be acquired free from all liens, charges and encumbrances and together with all rights attached thereto. Shares that are subject to any charge, lien or encumbrances are liable to be rejected.
- 17.17 Clause 5 of Schedule II of the Regulations provide that Public Shareholders who have tendered their Offer Shares by submitting Bid Forms pursuant to the terms of the Public Announcement, may withdraw or revise their Bids upwards not later than one day before the Bid Closing Date. Downward revision of Bids shall not be permitted. Any such request for revision or withdrawal of the Bids can only be exercised by submitting the Form of Withdrawal or Form of Revision. Any such requests for withdrawal or revision of Bid must reach the same Trading Member at the same Bid Centre where the original bid form was submitted by 3.00 pm one day prior to the Bid Closing Date. **Please note that the Form of Withdrawal and/ or Form of Revision will not be accepted at other Bid Centres.**

18 PROCEDURE FOR SETTLEMENT

- 18.1 All the Public Shareholders, whose Bids are verified to be genuine and subject to receipt of all the statutory approvals mentioned in paragraph 22 of the PA, shall be paid the Exit Price stated in the PA within 10 working days from the Bid Closing Date by way of a crossed account payee cheque/ demand draft/ pay order/electronic credit. All cheques/demand drafts/pay order/electronic credit will be drawn in the name of the first holder, in case of joint holder(s) of Equity Shares, and will be dispatched to the shareholders by registered post/speed post, at the Public Shareholder's sole risk, and at the address registered with the Company.
- 18.2 Additionally, if and once the Equity Shares have been delisted, all Public Shareholders whose Equity Shares have not been acquired by the Acquirers may validly tender their Equity shares to the Acquirers at the Exit Price up to a period of one year following the date of delisting of the Equity Shares from the Stock Exchanges (the "**Exit Window**"). Such Public Shareholders may tender their Equity Shares by submitting the required documents to the Registrar to the Offer within the Exit Window pursuant to the exit offer letter issued by the Acquirers to such Public Shareholders. A separate exit offer letter in this regard will be sent to the Public Shareholders who continue to hold Equity Shares after the Offer. Such Public Shareholders will be required to submit the required documents to the Registrar to the Offer within the stipulated time.

- 18.3 The Equity Shares received from any invalid Bids will: (i) in the case of dematerialized Equity Shares deposited in the Special Depository Account, be credited back to the respective depository account with the respective depository participants as per the details furnished by the relevant Public Shareholder in the Bid Form; (ii) in the case of dematerialized Equity Shares pledged to the Manager to the Offer in favour of the Special Depository Account, have the pledge revoked; and (iii) in the case of physical Equity Shares, be dispatched together with the share transfer deed to the relevant Public Shareholders by registered post/speed post, at the Public Shareholder's sole risk, and at the address registered with the Company. The activities in respect of (i), (ii) and (iii) above will be completed within 10 working days from the Bid Closing Date, as stipulated under the Delisting Regulations.
- 18.4 In case, the Acquirers do not accept or offer an Exit Price, then all the Equity Shares tendered will: (i) in the case of dematerialized Equity Shares deposited in the Special Depository Account, be credited back to the respective depository account with the respective depository participants as per the details furnished by the relevant Public Shareholder in the Bid Form; (ii) in the case of dematerialized Equity Shares pledged to the Manager to the Offer in favour of the Special Depository Account, have the pledge revoked; and (iii) in the case of physical Equity Shares, be dispatched together with the share transfer deed to the relevant Public Shareholders by registered post/speed post, at the Public Shareholder's sole risk, and at the address registered with the Company. The activities in respect of (i), (ii) and (iii) above will be completed within 10 working days from the Bid Closing Date, as stipulated under the Delisting Regulations.

19 DETAILS OF ESCROW ACCOUNT

- 19.1 The estimated consideration payable under the Regulations, being the Floor Price of Rs.110/- per equity share multiplied by the number of equity shares outstanding with the public shareholders (i.e. 24,24,310 equity shares) is Rs.26,66,74,100/- (Rupees Twenty six crores sixty six lakhs seventy four thousand and one hundred Only) (as may be increased from time to time).
- 19.2 In accordance with the Regulations, the Acquirers, Manager to the Offer and HDFC Bank Limited acting through its Lakdikapul Branch, Hyderabad - 500 004 (the "**Escrow Banker**") have entered into an Escrow Agreement dated March 12, 2015 pursuant to which the Acquirers have opened an escrow account no. 00210310005469 titled "**SRINIVASA HATCHERIES LIMITED - DELISTING OFFER ESCROW ACCOUNT**" (the **Escrow Account**) and Rs.26,66,75,110/- (Rupees Twenty six crores sixty six lakhs seventy five thousand one hundred and ten Only) has been deposited in the Escrow Account (the "**Escrow Amount**") representing more than 100% of the estimated consideration payable. The Manager to the Offer i.e. Karvy Investor Services Limited has been solely authorised by the Acquirers to operate and realize the value of Escrow Account in terms of the Regulations.
- 19.3 If the Acquirers accept the Discovered Price or offer an Exit Price, the Acquirers shall forthwith deposit in the escrow account such additional sum as may be sufficient to make up the entire sum due and payable as consideration in respect of equity shares outstanding with public shareholders and open a special account with the Escrow Banker and transfer thereto, the entire amount due and payable as consideration in respect of the equity shares tendered in the Delisting Offer at or below the Exit Price.

20. PERIOD FOR WHICH OFFER SHALL BE VALID

The Public shareholders may submit their Bids to the Acquirers during the Bid Period. Additionally, once the Equity Shares have been delisted, the Public Shareholders, whose Equity Shares have not been acquired by the Acquirers or who did not tender their Equity Shares in the Delisting Offer, may offer their Equity Shares for sale to the Acquirers at the Exit Price for a period of one year following the date of the delisting ("**Exit Window**"). Such Public Shareholders may tender their Equity Shares by submitting the required documents to the Registrar to the Offer during the Exit Period pursuant to the exit offer letter to be issued by the Acquirers to such Public Shareholders. A separate exit offer letter in this regard will be sent to the Public Shareholders who continue to hold Equity Shares after the Offer. Such Public Shareholders will be required to submit the required documents to the Registrar to the Offer within the stipulated time

21. PROPOSED TIMETABLE FOR THE OFFER

| Activity | Day | Date ⁽¹⁾ |
|--|-----------|---------------------|
| Resolution for delisting of Equity Shares passed by the shareholders of the Company | Wednesday | 14.01.2015 |
| Publication of PA by the Acquirers | Monday | 16.03.2015 |
| Specified Date ⁽²⁾ for determining the names of Public Shareholders to whom the Letter of Offer shall be sent | Friday | 20.03.2015 |
| Dispatch of Letter of Offer to Public Shareholders as on the Specified Date | Tuesday | 24.03.2015 |
| Bid Opening Date (bidding starts at 10.00 a.m.) | Thursday | 09.04.2015 |
| Last date for upward revision or withdrawal of bids (3.00 p.m.) | Friday | 10.04.2015 |
| Bid Closing Date (bidding closes at 3.00 p.m.) | Monday | 13.04.2015 |
| Last date for making public announcement of Discovered Price/Exit Price and the Acquirers' acceptance/rejection of Discovered Price/Exit Price | Friday | 24.04.2015 |
| Last date for payment of consideration for the Equity Shares to be acquired in case of a successful Delisting Offer ⁽³⁾ | Tuesday | 28.04.2015 |
| Last date for return of Equity Shares to Public Shareholders in case of failure of Delisting Offer/rejection of Bids | Tuesday | 28.04.2015 |

Notes:

1. All the dates are subject to change and depend on obtaining the requisite statutory and regulatory approvals, as may be applicable. Changes to the proposed timeline, if any, will be notified to Public Shareholders by way of a public announcement in the same newspapers where the Public Announcement was published.
2. Specified Date is only for the purpose of determining the names of the Public Shareholders as on such date to whom Letter of Offer will be sent. However, all Public Shareholders (registered or unregistered) of the Equity Shares are eligible to participate in the Delisting Offer at any time before and on the Bid Closing Date.
3. Subject to the acceptance of the Discovered Price (if it is higher than the Floor Price) or offer of an Exit Price higher than the Discovered Price by the Acquirers.

22. STATUTORY AND REGULATORY APPROVALS

- 22.1 The Company has obtained the approval of its Shareholders by way of Postal Ballot pursuant to SEBI (Delisting of Equity Shares) Regulations, 2009, the Companies Act, 2013 read together with the Companies (Management and Administration) Rules, 2014 including any statutory modification or re-enactment thereof for the time being in force, relating to passing of Resolutions by Postal Ballot and the results of which were announced on January 14, 2015, for delisting of Equity Shares of the Company from BSE. The Company has also obtained in-principle approval from BSE Limited vide letter dated 23.02.2015.
- 22.2 To the best of the knowledge of the Acquirers, as on the date of the PA there are no Statutory or Regulatory approvals required to acquire the shares, other than those indicated above.
- 22.3 If any statutory or regulatory approval is or become applicable, the offer will also be subject to such statutory approval. The Acquirers reserve the right to withdraw the Delisting Offer in the event all or any of the statutory approval is refused.
- 22.4 It shall be the responsibility of the shareholders to obtain all requisite approvals (including corporate, statutory or regulatory approvals), if any prior to tendering their shares in the Offer. The Acquirers assumes no responsibility for the same.
- 22.5 The participation in the Exit Offer by the non-residents (NRs) and non-resident Indians (NRIs) may be subject to approval from the Reserve Bank of India (RBI) by such NRs/NRIs under the Foreign Exchange Management Act, 1999. Such NRs and NRIs should enclose the copy of the RBI permission received by them for tendering shares held by them in Srinivasa Hatcheries Limited. In case the RBI permission is not submitted, the Acquirers reserve the right to reject such shares tendered by them.

22.6 The Acquirers reserve the right not to proceed with the Delisting of the shares in the event the conditions mentioned in the PA are not fulfilled and that any of the regulators/statutory approvals, if any, are not obtained or conditions which the Acquirers consider in their sole discretion to be onerous are imposed in respect of such approvals.

23. TAX DEDUCTED AT SOURCE

Summary of various provisions related to Tax Deduction at Source ("TDS" or "withholding tax") under the Income Tax Act, 1961 ("IT Act") is as follows:

- 23.1 The consideration payable under the delisting offer would be chargeable as capital gains under section 45 of the IT Act or as business profits, as the case may be. The Acquirers will be liable to deduct TDS at the applicable tax rate (including surcharge and education cess) as may be applicable to the category of public shareholders.
- 23.2 All public shareholders would be either classified as resident or non-resident. The status as resident or non-resident would have to be determined on the basis of criteria laid down in Section 6 of IT Act.
- 23.3 No tax is required to be deducted by the Acquirers on payment of consideration to resident public shareholders.
- 23.4 The consideration payable to non-resident Public Shareholders would however be subject to TDS at an applicable rate of tax.
- 23.5 As per the provisions of Section 2(37A)(iii) of the IT Act for the purposes of withholding tax under Section 195, the rates of income tax specified in this behalf in the applicable Finance Act or the rate or rates of income tax specified in the double tax avoidance agreement ("DTAA") entered into by the Central Government under Section 90 of the IT Act or an agreement notified by the Central Government under Section 90A of the IT Act, whichever is applicable by virtue of the provisions of Section 90, or Section 90A, as the case may be, i.e. whichever is beneficial, would be the applicable rate of tax.
- 23.6 In the event the non-resident public shareholders require the Acquirers not to deduct TDS or to deduct TDS at a lower rate or on a lower amount, they would need to obtain a certificate from the income tax authorities either under section 195(3) or under section 197 of the IT Act and submit the same to the Acquirers while submitting the Bid form. In the absence of any such certificate from the income tax authorities, the Acquirers will deduct tax as aforesaid, and a certificate in the prescribed form shall be issued to that effect.
- 23.7 The rate of deduction of tax in case of non-resident public shareholders is dependent on various factors. All public shareholders are required to declare information with respect to inter-alia the following factors while submitting the Bid Form:
- (a) Residential status of the public shareholder i.e. resident or non-resident
 - (b) Category to which the non-resident shareholder belongs i.e.
 - (i) Non Resident Indian (NRI), or
 - (ii) Overseas Corporate Body (OCB), or
 - (iii) Non-domestic company, or
 - (iv) Foreign Institutional Investor ("FII") registered as a company, or
 - (v) FII other than a company, or
 - (vi) any other non-resident.
- 23.8 In case the withholding tax provisions as mentioned above are applicable, the public shareholder should furnish its/their Permanent Account Number ("PAN") obtained from the income tax authorities and also provide a self-attested copy of the PAN card. In case PAN is not mentioned tax would be deducted at source at the rates provided in Section 206AA of the IT Act.
- 23.9 In case of the documents/information as requested in the Bid Form are not submitted to the Acquirers or the Acquirers considers the documents/information submitted to be ambiguous/incomplete/conflicting, the Acquirers reserve the right to withhold tax on the gross consideration at the maximum marginal rate as applicable to the category of the Public Shareholder.
- 23.10 **All the public shareholders are advised to consult their tax advisors for the treatment that may be given by their respective assessing officers in their case, and the appropriate course of action that they should take. The Acquirers and the Manager to the Offer do not accept any responsibility for the accuracy or otherwise of such advice. The tax rates and other provisions may undergo changes.**

24. CERTIFICATION BY BOARD OF DIRECTORS OF THE COMPANY

The Board of Directors of the Company hereby certify that:

- 24.1 The Company has not raised any funds by issuance of securities during last five years preceding the date of the PA.
- 24.2 All material information, which is required to be disclosed under the provisions of continuous listing requirement have been disclosed to BSE.

25. COMPLIANCE OFFICER

- 25.1 The Compliance Officer of the Company is **Sri V. K. Murali Manohar**, Company Secretary, Srinivasa Hatcheries Limited Registered Office: Plot No.512, Road No.31, Jubilee Hills, Hyderabad - 500 033, Telangana, Telephone No. 91 40 23633500/23633501 Fax No. 91 40 23633502 Email: investors@shgroup.in Website: www.shgroup.in
- 25.2 In case the Public Shareholders have any query concerning the non receipt of credit or payment for Offer Shares, they may address the same to the Registrar to the Delisting Offer or the Manager to the Delisting Offer.

26. BSE DISCLAIMER

- 26.1 It is to be distinctly understood that the permission given by BSE to use their electronic automated facilities and infrastructure for "Online reverse book building facility for delisting of securities" should not in any way be deemed or construed that the compliance with various statutory and other requirements by Srinivasa Hatcheries Limited, the Acquirers and the Manager to the Offer etc. are cleared or approved by BSE; nor does BSE in any manner warrant, certify or endorse the correctness or completeness of any of the compliance with the statutory and other requirements nor does BSE have any financial responsibility or liability in this regard, nor does BSE take responsibility in any way for the financial or other soundness of the Company, its promoters or its management."
- 26.2 It is also to be distinctly understood that the approval given by BSE should not in any way be deemed or construed to mean that the public announcement has been cleared or approved by BSE, nor does BSE in any manner warrant, certify or endorse the correctness or completeness of any of the contents of the announcements, nor does BSE warrant that the securities will be delisted.
- 26.3 That every person who desires to avail of the exit opportunity may do so pursuant to independent inquiry, investigation and analysis and shall not have any claim against BSE or against the Investor Protection Fund set up by BSE whatsoever by reason of any loss which may be suffered by such person consequent to or in connection with such offer and tender of securities through book building process whether by reason of anything stated or omitted to be stated herein or any other reason whatsoever.

27. GENERAL DISCLAIMER

Every person who desires to participate in the Offer may do so pursuant to independent inquiry, investigation and analysis and shall not have any claim against the Acquirers, the Manager to the Offer or the Company whatsoever by reason of any loss which may be suffered by such person consequent to or in connection with this Offer and tender their shares through RBBP or subsequently.

Yours faithfully,
For and on behalf of the Acquirers

Sd/-
C Jahnavi

Date: March 18, 2015
Place: Hyderabad.

Encl:

For Demat Shareholders
1. Bid Form

For Physical Shareholders
1. Bid Form
2. Transfer Deed

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THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

(Please read this document along with the Public Announcement dated March 14, 2015 ("PA") and the Letter of Offer dated March 18, 2015 ("Letter of Offer") issued by Sri C. Jagapati Rao, Sri C. Suresh Rayudu, Smt. C. Jahnavi, M/s. Srinivasa Farms Private Limited, M/s. Jagapati Investments Private Limited, Dr. K. Somi Reddy, Sri K. Ashok Reddy, Sri. E Bhaskar Rao and Sri T. Rajasekhar (hereinafter collectively referred to as "Acquirers") since the terms and conditions of the PA and the Letter of Offer are deemed to have been incorporated in and form part of this document. Unless the context otherwise requires, expressions in this document have the same meanings as referred in the PA and the Letter of Offer).

| DELISTING OFFER | | | |
|--|---|----------------|------------|
| Bid Period Opens on | Thursday | April 9, 2015 | 10.00 A.M. |
| Bid Period Closes on | Monday | April 13, 2015 | 3.00 P.M. |
| Last Date for Revision or withdrawal of bids | Friday | April 10, 2015 | 3.00 P.M. |
| Floor Price per Share | Rs.110/- (Rupees One Hundred and Ten Only) | | |

BID CUM ACCEPTANCE FORM
in respect of Equity Shares of Face Value of Rs. 10/- each of

SRINIVASA HATCHERIES LIMITED
(pursuant to the Delisting Offer by the Acquirers)
(To be filled in by Trading Member)

| Bid Centre | Application No. | Date |
|------------|-----------------|------|
| | | |

Dear Sir(s),

Re: Delisting Offer of equity shares of Srinivasa Hatcheries Limited ('the Company'/'SHL') by the Acquirers through Reverse Book Building Process at a Floor Price of Rs.110/- each. ("Delisting Offer")

By signing the Bid Form, you will be deemed to have made each of the following acknowledgements and authorizations:

- I/We, having read and understood the terms and conditions set out below, in the PA and in the Letter of Offer, hereby tender my/our shares in response to the Delisting Offer.
- I/We understand that the trading member to whom this Bid Form is sent, is authorized to tender the shares on my/our behalf and the shares tendered under the Delisting Offer, shall be held in trust by the Manager to the Offer until the time of the dispatch of payment of consideration calculated at Discovered /Exit Price and/or the unaccepted shares are returned.
- I/We hereby undertake the responsibility for the Bid Form and the shares tendered under the Delisting Offer and I/We hereby confirm that the Acquirers/Manager to the Offer/Registrar to the Offer/Trading Member shall not be liable for any delay/loss in transit resulting into delayed receipt or non receipt of the bid form along with all requisite documents, by the trading member or delay/failure in credit of shares to the Special Depository Account within due time, due to inaccurate/ incomplete particulars/instructions or any reason whatsoever.
- I/We understand that this Bid is in accordance with the SEBI (Delisting of Equity Shares) Regulations, 2009 and any amendments therein ("the Regulations"/ "Delisting Regulations") and all other applicable laws, by way of Book Building Process and the Acquirers are not bound to accept the discovered price.
- I/We also understand that the payment of consideration will be paid after due verification of bids, documents and signatures.
- I/We hereby confirm that I have never sold or part/dealt with in any manner with the shares tendered under the Delisting Offer and these shares are free from any lien, equitable interest, charges & encumbrances, whatsoever.
- I/We hereby declare that there are no restraints/injunctions, or other order of any nature which limits/restricts my/our rights to tender shares and I/We are the absolute and only owner of these shares and legally entitled to tender the shares under the Delisting Offer.
- I/We authorize the Acquirers, Manager to the Offer and Registrar to the Offer to send the payment of consideration by way of crossed account payee Demand Draft, Pay Order or similar instrument through Speed / Registered Post or any other service at the address registered with the Company (or) by way of direct transfer of the consideration money to my/our bank account by Electronic Credit.
- I/We authorize the Acquirers to accept the Equity Shares so offered, which they may decide to accept in consultation with the Manager to the Offer and in terms of the Letter of Offer.
- I/We further authorize the Acquirers to return to me/us, the Equity Share certificate(s) in respect of which the Bid is found not valid or is not accepted, specifying the reasons thereof and in the case of dematerialized Equity Shares, to the extent not accepted will be released to my/our depository account at my/our sole risk.
- I/We undertake to return the amount/shares immediately, received inadvertently.
- I/We agree that upon acceptance of the shares by the Acquirers, tendered by me/us under the Delisting Offer, I/We would cease to enjoy all right, title, claim and interest whatsoever, in respect of such shares of the Company.
- I/we hereby undertake to execute any further documents, give assurance and provide assistance, which may be required in connection of the Delisting Offer and agree to abide by the decisions taken in accordance with the applicable Rules and Regulations.
- I/We acknowledge and confirm that all the particulars/statements given are true and correct.

| | Name (in Block Letters) of the Shareholder(s) (Please write the names of the joint holders in the same Sole / First order as appearing in the Share Certificate(s) / Demat Account) | Shareholder | Name | PAN |
|----|---|-------------|------|-----|
| 1. | | Sole/First | | |
| | | Second | | |
| | | Third | | |
| 2. | Contact Nos.: | Tel No. | | |

| | | | |
|----|---|-----------------------------------|----------------------------------|
| | | Mobile No. | |
| | | Email Id: | |
| 3. | Full Address of the First Holder (with Pin Code Number) | | |
| | | | |
| | | | |
| | | | |
| 4. | Type of Investor (Please tick) | Individual | NRI - Repatriable |
| | | HUF | NRI - Non- Repatriable |
| | | Domestic Company / Body Corporate | FII |
| | | Mutual Fund | Insurance Company |
| | | Banks / Financial Institutions | Others (Please Specify) _____ |

5 FOR SHAREHOLDERS HOLDING SHARES IN PHYSICAL FORM

Details of Original Share Certificate(s) along with duly filled, signed Transfer Deed(s), as enclosed

| Sl.No. | Folio No. | Share Certificate(s) No. | Distinctive No. | | Number of Shares |
|---|-----------|--------------------------|-----------------|--------------|------------------|
| | | | From | To | |
| | | | | | |
| | | | | | |
| | | | | | |
| | | | | | |
| (If the space provided is inadequate please attach a separate continuation Sheet) | | | | TOTAL | |

FOR SHAREHOLDERS HOLDING SHARES IN DEMATERIALIZED FORM

Details of Demat Account and Delivery Instruction executed in favour of Special Depository Account

| | |
|---|--|
| Name of Depository Participant | |
| Depository Participant's ID No. | |
| Client ID No. | |
| Beneficiary's Name (as appearing in DP's records) | |
| Date of Execution/Acknowledgement of Delivery Instruction (Copy enclosed) | |
| Number Of Shares | |

| | | | | |
|--|-------------------|--|----------------------------------|--|
| 6. Other enclosures, as applicable (Please tick) | Power of Attorney | | Corporate Authorisation | |
| | Death Certificate | | Others (Please specify) _____ | |

7. Details of Bank Account

In order to avoid any fraudulent encashment in transit of the Cheque, Pay Order or Demand Draft issued by the Acquirers or by electronic credit towards the consideration payable for the Equity Shares tendered under this Bid Form, please fill the following details of the sole shareholder's bank account (or, in the case of joint holders, the first-named holder's bank account) and any consideration payable will be paid by issuing an instrument (or) direct transfer to the bank account by electronic credit carrying the details of the bank account so provided.

| | |
|---|--|
| Name of the Bank | |
| Branch Address | |
| Account No. | |
| Savings / Current / Others (Please Specify) | |
| IFSC Code of the Bank's Branch (in case you wish to receive funds electronically) | |
| NEFT Details of the Bank's Branch | |

(Please note that for fund transfer in electronic mode, the transfer would be done at your risk based on the data provided as above by you)

8. Details of Bid and Shares tendered in pursuant to the Delisting Offer

| Particulars | | Figures in Numbers | Figures in Words | |
|------------------------------|---------------------|--------------------|------------------|--------------|
| Number of Equity Shares | | | | |
| Bid Price Per Share (in Rs.) | | | | |
| Signatures | | | | |
| | Sole / First Holder | | Second Holder | Third Holder |

Note: In case of Joint holders, all holders must sign. In case of bodies corporate, the Bid Form is to be signed by the Authorised Signatory under the stamp of the Company and necessary board resolution authorizing the submission of the Bid Form should be attached.

9. Tax Certification (Non-Resident Indian / Overseas Corporate Bodies / Foreign Institutional Investors / Foreign Nationals / Foreign Companies etc. / Non-Resident shareholders only)

If you are a Non Resident Indian / Overseas Corporate Bodies / Foreign Institutional Investors / Foreign Nationals / Foreign Companies etc. / Non-resident Shareholder, you should certify in, whether the Offer Shares held by you are held on investment/ capital account or on trade account.

Please refer to Paragraph 23 of the above Letter of Offer regarding tax to be deducted at source, and in accordance with the same you are also requested to attach necessary documentary evidence as mentioned in paragraph 23 of the Letter of Offer and as may be applicable. Shareholders are also advised to consult their tax advisors for the treatment that may be given by their respective assessing officers in their case, and the appropriate course of action that they should take.

I/We certify that the Offer Shares referred to in Point No. 8 of this Bid Form are held:

On investment / capital account On trade account/ to be taxed as Business Profits

I/We certify that the tax deduction on the Offer Shares referred to in Point No. 8 of this Bid Form is to be deducted on account of:

Short Term gains Long Term gains Business Profits

Order from Income-tax authorities enclosed specifying (if applicable):

Non deduction of tax at source Deduction at lower rate

CHECKLIST (Please Tick)

| DEMAT SHAREHOLDERS | | | PHYSICAL SHAREHOLDERS | | |
|--------------------|--|--|-----------------------|---|--|
| 1 | BID FORM | | 1 | BID FORM | |
| 2 | COPY OF ACKNOWLEDGED DEMAT SLIP/ COPY OF ACKNOWLEDGED PLEDGE CREATION SLIP | | 2 | ORIGINAL SHARE CERTIFICATES OF SRINIVASA HATCHERIES LIMITED | |
| 3 | OTHERS, AS APPLICABLE | | 3 | SHARE TRANSFER DEED | |
| | | | 4 | OTHERS, AS APPLICABLE | |

Notes:

- All documents / remittances sent by or to the shareholders will be at their risk and shareholders are advised to adequately safeguard their interests in this regard.
- In case of person other than individual, copy of power of attorney, board resolution, authorization etc as applicable and required in respect of support/verification of this form, shall also be provided otherwise the same shall be liable for rejection.
- The number of shares tender under this delisting offer should match with the number of shares specified in the share certificate(s) enclosed or shares credited in the Special Depository Account under the respective Client ID number, otherwise the shares specified in the enclosed Share Certificates or shares credited in the special depository account shall be deemed to be the number of shares tendered by you under this delisting offer.
- In case, the Bid Price is less than the floor price of Rs.110/-, it will be deemed that the shares have been tendered at a Bid Price of Rs.110/-.
- The consideration shall be paid in the name of sole/first holder.
- In case, the bids are not complete in all respects, the same may be liable for rejection.
- The Bid Forms received / tendered before the commencement of the Bidding Period i.e. Thursday, April 9, 2015, shall remain valid.
- Please read these notes along with the entire contents of the Public Announcement and the Letter of Offer.
- FOR EQUITY SHARES HELD IN DEMATERIALIZED FORM:** Before submitting this Bid Form to the Trading Member, please issue necessary instructions to your depository participant (where you hold the depository account in which the Equity Shares of Srinivasa Hatcherries Limited are presently held) to credit your Equity Shares into the following Special Depository Account of the Manager to the Offer, so as to enable the Trading Member to tender your Equity Shares in the Delisting Offer

pursuant to this Bid Form. Alternatively you may instruct the Depository Participant to mark a pledge in favour of the Manager to the Offer in respect of the Equity Shares tendered. A photocopy or counterfoil of the delivery instruction(s) to the depository participant of your depository account (duly acknowledged by such depository participant) as proof of credit of your Equity Shares to the Special Depository Account (“**Depository Participant Instruction**”) should be attached to your Bid Form.

The shareholders holding shares in dematerialized form are requested to tender the shares under this delisting offer by crediting the shares to the following Special Depository Account in **OFF-MARKET MODE**:

| | |
|--|---|
| Name of Depository | National Securities Depository Limited (NSDL) |
| Name of Depository Participant (DP) | KARVY STOCK BROKING LIMITED |
| Depository Participant’s ID No. | IN 300394 |
| Client ID No. | 19045400 |
| Special Depository Account Name | KISL - SRINIVASA HATCHERIES LIMITED - DELISTING OFFER DEMAT ESCROW ACCOUNT |
| ISIN | INE312E01013 |

Shareholders having their beneficiary account with CDSL have to use inter depository delivery instruction for the purpose of crediting their equity shares in favour of Special Depository Account with NSDL.

It is the sole responsibility of shareholders to ensure that their equity shares are credited to or pledged in favour of the Special Depository Account on or before 3.00 P.M. on Bid Closing Date.

10. **FOR EQUITY SHARES HELD IN PHYSICAL FORM:** Before submitting this Bid Form to the Trading Member, you must execute valid share transfer deed(s) in respect of the Equity Shares intended to be tendered under this Delisting Offer and attach thereto all the relevant physical share certificates. The share transfer deed(s) shall be signed by the shareholder (or in case of joint holdings by all the joint holders in the same order) in accordance with the specimen signature(s) recorded with the Company and shall also be duly witnessed. A copy of any signature proof may be attached to avoid any inconvenience.

In case, the sole/any joint holder has died, but the share certificate(s) are still in the name of the deceased person(s), please enclose the requisite documents, i.e., copies of death certificate/will/probate/succession certificate and other relevant papers, as applicable.

11. **FOR UNREGISTERED SHAREHOLDERS:** Unregistered shareholders should enclose, as applicable, (a) this Bid Form, duly completed and signed in accordance with the instruction contained therein, (b) original share certificate(s), (c) original broker contract note, (d) valid share transfer form(s) as received from the market, duly stamped and executed as the transferee(s) along with blank transfer form duly signed as transferor(s) and witnessed at the appropriate place. All other requirements for valid transfer will be preconditions for acceptance.
12. **FOR SUBMITTING THE BID FORM BY HAND DELIVERY:** Please submit this Bid Form together with other necessary documents referred to above by hand delivery to the Trading Member at any one of the Bid Centers of your choice, from the list of centers as detailed below :

| Sr. No. | Bid Centre/ City | Address of Trading Member | Contact Person | Phone Number |
|----------------|-------------------------|--|---------------------------|------------------------------|
| 1 | Bengaluru | No:51/2, TKN Complex Vanivilas Road Opp National College Basavanagudi Bangaluru 560 004,Karnataka | Ms Gayatri Alva | 080-26606125 |
| 2 | Chennai | A8, 3rd floor Mehabubani Towers No.48, Dr B N Road, T Nagar Chennai - 600 017 | Sri. C M Prem Kumar | 044-42023762 |
| 3 | Hyderabad | 5th Floor, Karvy Naina Towers 8-2-609/NT, Road No.10 Banjara Hills, Hyderabad 500 034 Telangana | Sri. G Suresh Kumar | 040-44677405 040-44677523 |
| 4 | Kolkata | 19, R N Mukherjee Road, II Floor, Dalhousie Kolkata 700 001, West Bengal | Sri. Aranb Kumar Datta | 033-66192709 |
| 5 | Mumbai (Andheri) | 131, Andheri Industrial Estate Off Veer Desai Road, Andheri-West Mumbai 400 053, Maharashtra | Sri. Nitin Karkhanis | 022-66211857 |
| 6 | Mumbai (Lower Parel) | 142-C, 1st floor, Victor House, NM Joshi Marg, Lower Parel West Mumbai 400 013, Maharashtra | Sri. Kiran V Gurav | 022-61127430 |
| 7 | New Delhi | Flat No.7B/7D, 7th floor, Vandhana Building, Tolstoy Marg Connaught Place, New Delhi 110 001 | Sri. Praveen Jain | 011-42536702 |

| | | | | |
|----|---------------|--|--------------------|---------------------------|
| 8 | Pune | First Floor, Dealing Chambers 573/1, J M Road, Shivaji Nagar Near Sai Service Station Pune 411 004, Maharashtra | Ms Monica Nagare | 020-66447400 |
| 9 | Vijayawada | 39-10-7, Opp Municipal Water Tank Labbipet, Vijayawada 520010 Andhra Pradesh | Sri. V S Mohan Rao | 0866-2465534 |
| 10 | Ahmedabad | 403, Samedh Complex Beside Associate Petrol Pump, C G Road, Ahmedabad 380006, Gujarat | Ms Hetal Doshi | 079-67772600 / 2604 |
| 11 | Jaipur | 107/108, First Floor, Luhadia Towers Ashok Marg, C-Scheme Jaipur 302001, Rajasthan | Sri. Pawan Sharma | 0141-6637700 |
| 12 | Visakhapatnam | D.No.48-8-7, Ground Floor Dwaraka Daimond Srinagar, Visakhapatnam Pin: 530016, Andhra Pradesh | Sri. Sunil Kumar | 0891-2752918 / 2552917 |

13. FOR SUBMITTING THE BID FORM BY POST :

In case you reside in an area where no Bid Center is located or if you wish to tender shares under the Delisting Offer by Post/Courier, you may send your Bid Form by Registered Post/Courier (at your own risk and cost) to Karvy Stock Broking Ltd., 5th Floor, Karvy Naina Towers, 8-2-609/NT, Road No.10, Banjara Hills, Hyderabad 500 034, Telangana by clearly marking the envelope as “Srinivasa Hatcheries Limited Delisting Offer”, in such a manner so as to ensure that your Bid Form is delivered to the Trading Member on or before 3.00 P.M. on the Bid Closing Date. **Under no circumstances should the Bid be dispatched to the Acquirers or to the Company, or to the Registrar to the Offer or to the Manager to the Offer.** If the duly filled Bid Forms arrive before the Bidding Period opens, the Bid will still be valid, however, the Trading Member will not submit the Bid until the commencement of the Bidding Period.

For any queries, please contact

| MANAGER TO THE OFFER | REGISTRAR TO THE OFFER |
|--|--|
|  <p>KARVY INVESTOR SERVICES LIMITED “ Karvy House ” , 46, Avenue 4, Street No. 1, Banjara Hills, Hyderabad - 500 034, Telephone: 91 40 2342 8774/ 2331 2454 Fax : 91 40 2337 4714/ 2331 1968 Email: cmg@karvy.com Website: www.karvy.com Investor Grievance Email: igmbd@karvy.com Contact Persons: Sri M. P. Naidu / Ms. G Krishna Sowjanya</p> |  <p>CIL SECURITIES LIMITED 214, Raghava Ratna Towers, Abids, Hyderabad - 500 001 Telephone: 91 40-23202465 / 23203155, Fax: 91 40-23203028 E-mail: shldelisting@cilsecurities.com Website: www.cilsecurities.com Contact Person: Sri. M.M. Hussain</p> |

-----TEAR ALONG THIS LINE-----

ACKNOWLEDGEMENT SLIP

Received from _____ a Bid Form for _____ fully paid up equity shares of “Srinivasa Hatcheries Limited” at a Bid Price of Rs. _____ per share.

Received a photocopy of the DP instruction for the transfer / pledge of such equity shares from the account bearing

| DEMAT SHAREHOLDERS | | PHYSICAL SHAREHOLDERS | | ACKNOWLEDGEMENT | |
|--------------------|--|-----------------------|--|-----------------------|--|
| DP ID NO. | | Folio No. | | Application Number | |
| Client ID No. | | Share Cert. Nos. | | Date of receipt | |
| No. of Shares | | No. of Shares | | Signature of Official | |

Received but not verified share certificate(s) and share transfer deeds

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THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

(Please read this document along with the Public Announcement dated March 14, 2015 ("PA") and the Letter of Offer dated March 18, 2015 ("Letter of Offer") issued by Sri C. Jagapati Rao, Sri C. Suresh Rayudu, Smt C. Jahnvi, M/s. Srinivasa Farms Private Limited, M/s. Jagapati Investments Private Limited, Dr. K. Somi Reddy, Sri K. Ashok Reddy, Sri E. Bhaskar Rao and Sri T. Rajasekhar (hereinafter collectively referred to as "Acquirers") since the terms and conditions of the PA and the Letter of Offer are deemed to have been incorporated in and form part of this document. Unless the context otherwise requires, expressions in this document have the same meanings as referred in the PA and the Letter of Offer).

| DELISTING OFFER | | | |
|--|---|----------------|------------|
| Bid Period Opens on | Thursday | April 9, 2015 | 10.00 A.M. |
| Last Date for Revision (Upwards) or Withdrawal | Friday | April 10, 2015 | 3.00 P.M. |
| Bid Closing Date | Monday | April 13, 2015 | 3.00 P.M. |
| Floor Price per Share | Rs.110/- (Rupees One Hundred and Ten Only) | | |

BID REVISION/ WITHDRAWAL FORM

in respect of Equity Shares of Face Value of Rs. 10/- each of

SRINIVASA HATCHERIES LIMITED

(pursuant to the Delisting Offer by the Acquirers)

(To be filled in by Trading Member)

| | | | | | |
|------------|--|-----------------|--|------|--|
| Bid Centre | | Application No. | | Date | |
|------------|--|-----------------|--|------|--|

I/We hereby revoke any offer made in any Bid Form submitted prior to the date of this Bid Revision / Withdrawal Form in respect of the equity shares of Srinivasa Hatcheries Limited. I/We hereby make a new offer to tender the number of equity shares set out or deemed to be set out herein and on and subject to the terms and conditions, as applicable.

| | | | | | |
|----|---|-------------------|--------------------------|----------------------------|-------------------------|
| 1. | Name (in Block Letters) of the Shareholder(s) (Please write the names of the joint holders in the same Sole / First order as appearing in the Share Certificate(s) / Demat Account) | Holder | Name | PAN | |
| | | Sole/First | | | |
| | | Second | | | |
| | | Third | | | |
| 2. | TO BE FILLED ONLY IF THE NUMBER OF SHARES HAVE BEEN INCREASED AS COMPARED TO NUMBER OF SHARES TENDERED IN THE PREVIOUS BID FOR SHAREHOLDERS HOLDING SHARES IN PHYSICAL FORM Details of Original Share Certificate(s) along with duly filled, signed Transfer Deed(s), as enclosed. The details are applicable only for additional offer shares tendered with a view to increase the no. of offer shares tendered. | | | | |
| | Sl.No. | Folio No. | Share Certificate(s) No. | Distinctive No. From To | Number of Equity Shares |
| | | | | | |
| | | | | | |
| | | | | | |
| | (If the space provided is inadequate please attach a separate continuation Sheet) | | | | TOTAL |
| 3. | FOR SHAREHOLDERS HOLDING SHARES IN DEMAT FORM Details of Demat Account and Delivery Instruction executed in favour of Special Depository Account. The details are applicable only for additional offer shares tendered with a view to increase the number of offer shares tendered. | | | | |
| | Name of Depository Participant | | | | |
| | Depository Participant's ID No. | | | | |
| | Client ID No. | | | | |
| | Beneficiary's Name (as applicable in DP's records) | | | | |
| | Date of Execution/Acknowledgement of Delivery Instruction (Copy enclosed) | | | | |
| | No. of Equity Shares | | | | |
| 4. | Other enclosures, as applicable (Please tick) | Power of Attorney | | Corporate Authorisation | |
| | | Death Certificate | | Others (Please specify) | |

5. Details of Previous Bid and Shares tendered pursuant to the Delisting Offer

| | Figures in Numbers | Figures in Words |
|------------------------------|--------------------|------------------|
| Application No. | | |
| Number of Equity Shares | | |
| Bid Price Per Share (in Rs.) | | |

6. Details of Revised Bid and Shares tendered pursuant to the Delisting Offer

| | Figures in Numbers | Figures in Words |
|------------------------------|--------------------|------------------|
| Number of Equity Shares | | |
| Bid Price Per Share (in Rs.) | | |

| | | | |
|------------|---------------------|---------------|--------------|
| Signatures | | | |
| | Sole / First Holder | Second Holder | Third Holder |

Withdrawal of Bid:

I/We hereby confirm that I/We would like to withdraw the offer acceptance as evidenced by submission of my/our Bid Form as detailed in Point 5 above and would like to treat that Bid as null and void.

YES NO (Please ✓ in appropriate box)

CHECKLIST (Please Tick)

| DEMAT SHAREHOLDERS | | PHYSICAL SHAREHOLDERS | |
|--------------------|--|-----------------------|--|
| 1 | BID REVISION/WITHDRAWAL FORM | 1 | BID REVISION/WITHDRAWAL FORM |
| 2 | Copy of acknowledged demat slip, if additional shares are tendered | 2 | Original share certificates of Srinivasa Hatcheries Limited, if additional shares are tendered |
| 3 | COPY of Trading Member acknowledgement slip of the original bid | 3 | Copy of Trading Member acknowledgement slip of the original bid |
| 4 | Others, as applicable | 4 | Share transfer deed |
| | | 5 | Others, as applicable |

Notes:

1. All documents/remittances sent by / to the shareholders will be at their risk and shareholders are advised to adequately safeguard their interests in this regard.
2. The shareholders may withdraw or revise their bids upwards not later than one day before the closure of the bidding period. Downward revision of bids shall not be permitted.
3. You must submit this Bid Revision/Withdrawal Form to the same Trading Member and the same Bid Centre through whom your Original Bid Form was submitted. Please ensure that you enclose a copy of the acknowledgement slip relating to your previous Bid.

4. Please note that all the information, terms and conditions contained in the Original Bid Form shall remain valid, except which has been revised under Bid Revision / Withdrawal Form.

5. In case you wish to tender additional dematerialized shares, please ensure that you have instructed the Depository Participant (of the Depository Account in which your shares are presently held) to deposit your additional shares into the Special Depository Account of the Manager to the Offer. Alternatively you may instruct the Depository Participant for marking a pledge in favour of the Manager to the Offer in respect of the additional Shares tendered.

In case you wish to tender additional physical shares, please ensure that you attach the additional share certificates and the transfer deed along with the Bid Revision / Withdrawal Form. Please ensure that the number of shares tendered under the Bid Revision / Withdrawal Form is equal to the total number of shares pledged/deposited into the Special Depository Account of the Manager to the Offer or the number indicated in the Share Certificate(s) attached and the Transfer Deed executed.

6. The shareholders holding shares in dematerialized form are requested to tender the shares under the Delisting Offer by crediting the shares to the following Special Depository Account in **OFF-MARKET MODE**:

| | |
|--|---|
| Name of Depository | National Securities Depository Limited (NSDL) |
| Name of Depository Participant (DP) | KARVY STOCK BROKING LIMITED |
| Depository Participant's ID No. | IN 300394 |
| Client ID No. | 19045400 |
| Special Depository Account Name | KISL - SRINIVASA HATCHERIES LIMITED - DELISTING OFFER DEMAT ESCROW ACCOUNT |
| ISIN | INE312E01013 |

7. In case of person other than Individual, copy of Power of Attorney, board resolution, authorization, etc. as applicable and required in respect of support/verification of this Bid Revision / Withdrawal Form, shall also be provided otherwise the same shall be liable for rejection.

8. The number of shares tendered under the Delisting Offer should match with the number of shares specified in the share certificate(s) enclosed or shares credited in the Special Depository Account under the respective Client ID number.

9. The consideration shall be paid in the name of sole/first holder.

10. In case, the bids are not complete in all respects, the same may be liable for rejection.

11. **FOR SUBMITTING THE BID REVISION / WITHDRAWAL FORM BY HAND DELIVERY:** Please submit this Bid Revision / Withdrawal Form together with other necessary documents referred to above by hand delivery to the same Trading Member and at the same Bid Center where the original Bid Form was submitted, on or before 3.00 P.M. one day prior to the Bid Closing Date. The list of Bid Centers and their contact details are as detailed below for your ready reference:

| Sr. No. | Bid Centre/ City | Address of Trading Member | Contact Person | Phone Number |
|----------------|-------------------------|---|---------------------------|------------------------------|
| 1 | Bengaluru | No:51/2, TKN Complex Vanivilas Road Opp National College, Basavanagudi Bangaluru 560 004, Karnataka | Ms Gayatri Alva | 080-26606125 |
| 2 | Chennai | A8, 3rd floor Mehabubani Towers No.48, Dr B N Road, T Nagar Chennai - 600 017 | Sri. C M Prem Kumar | 044-42023762 |
| 3 | Hyderabad | 5th Floor, Karvy Naina Towers 8-2-609/NT, Road No.10 Banjara Hills, Hyderabad 500 034 Telangana | Sri. G Suresh Kumar | 040-44677405 040-44677523 |
| 4 | Kolkata | 19, R N Mukherjee Road, II Floor, Dalhousie Kolkata 700 001, West Bengal | Sri. Aranb Kumar Datta | 033-66192709 |
| 5 | Mumbai (Andheri) | 131, Andheri Industrial Estate Off Veer Desai Road, Andheri-West Mumbai 400 053, Maharashtra | Sri. Nitin Karkhanis | 022-66211857 |
| 6 | Mumbai (Lower Parel) | 142-C, 1st floor, Victor House, NM Joshi Marg, Lower Parel West Mumbai 400 013, Maharashtra | Sri. Kiran V Gurav | 022-61127430 |

| | | | | |
|----|---------------|--|--------------------|---------------------------|
| 7 | New Delhi | Flat No.7B/7D, 7th floor, Vandhana Building, Tolstoy Marg Connaught Place, New Delhi 110 001 | Sri. Praveen Jain | 011-42536702 |
| 8 | Pune | First Floor, Dealing Chambers 573/1, J M Road, Shivaji Nagar Near Sai Service Station Pune 411 004, Maharashtra | Ms Monica Nagare | 020-66447400 |
| 9 | Vijayawada | 39-10-7, Opp Municipal Water Tank Labbipet, Vijayawada 520010 Andhra Pradesh | Sri. V S Mohan Rao | 0866-2465534 |
| 10 | Ahmedabad | 403, Samedh Complex Beside Associate Petrol Pump, C G Road, Ahmedabad 380006, Gujarat | Ms Hetal Doshi | 079-67772600 / 2604 |
| 11 | Jaipur | 107/108, First Floor, Luhadia Towers Ashok Marg, C-Scheme Jaipur 302001, Rajasthan | Sri. Pawan Sharma | 0141-6637700 |
| 12 | Visakhapatnam | D.No.48-8-7, Ground Floor Dwaraka Daimond Srinagar, Visakhapatnam Pin: 530016, Andhra Pradesh | Sri. Sunil Kumar | 0891-2752918 / 2552917 |

1. FOR SUBMITTING THE BID REVISION/WITHDRAWAL FORM BY POST/COURIER:

In case you reside in an area where no Bid Center is located or if you wish to tender shares under the Delisting Offer by Post/Courier, you may send your Bid Revision/Withdrawal Form by Registered Post/Courier (at your own risk and cost) to Karvy Stock Broking Ltd., 5th Floor, Karvy Naina Towers, 8-2-609/NT, Road No.10, Banjara Hills, Hyderabad 500 034, Telangana by clearly marking the envelope as “Srinivasa Hatcheries Limited Delisting Offer”, in such a manner so as to ensure that your Bid Revision/ Withdrawal Form is delivered to the Trading Member on or before 3.00 P.M. one day prior to the Bid Closing Date. Under no circumstances should be Bid Revision/Withdrawal Forms be dispatched to the Acquirers or the Company, or to the Registrar to the Offer or to the Manager to the Offer.

For any queries, please contact

| MANAGER TO THE OFFER | REGISTRAR TO THE OFFER |
|---|---|
|  <p>KARVY INVESTOR SERVICES LIMITED “ Karvy House”, 46, Avenue 4, Street No. 1, Banjara Hills, Hyderabad - 500 034, Telangana, India Telephone: 91 40 2342 8774/ 2331 2454 Fax : 91 40 2337 4714/ 2331 1968 Email: cmg@karvy.com Website: www.karvy.com Investor Grievance Email: igmbd@karvy.com Contact Persons: Sri M. P. Naidu / Ms. G Krishna Sowjanya</p> |  <p>CIL SECURITIES LIMITED 214, Raghava Ratna Towers, Abids, Hyderabad - 500 001 Telangana, India Telephone: 91 40-23202465 / 23203155, Fax: 91 40-23203028 E-mail: shldelisting@cilsecurities.com Website: www.cilsecurities.com Contact Person: Sri. M.M. Hussain</p> |

-----TEAR ALONG THIS LINE-----
ACKNOWLEDGEMENT SLIP

Received from _____ a Bid Revision/Withdrawal Form for _____ fully paid up shares of Srinivasa Hatcheries Limited at a Bid Price of Rs. _____ per share.

| DEMAT SHAREHOLDERS | | PHYSICAL SHAREHOLDERS | | ACKNOWLEDGEMENT | |
|--------------------|--|-----------------------|--|---------------------------|--|
| DP ID NO. | | Folio No. | | Application Number | |
| Client ID No. | | Share Cert. Nos. | | Date of receipt | |
| No. of Shares | | No. of Shares | | Signature of the Official | |