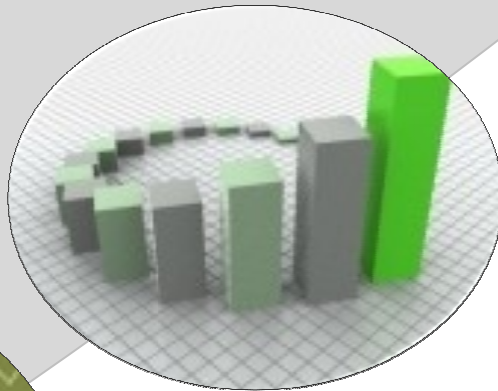


# TAKEOVER PANORAMA

A monthly publication by Corporate Professionals  
December Issue – Volume XXVII



CONTENT	PAGE NO.
Legal Updates	3
Latest Open offers	10
Regular Section	14
Hint of the Month	17
Case Study	17
Market Update	19
Highlight of the Month	20
Our Team	21

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# LEGAL UPDATES

## In the matter of Juggilal Kamlapat Jute Mills Company Ltd.

### Facts:

An open offer was made to the shareholders of Juggilal Kamlapat Jute Mills Company Ltd. (**Noticee**) through a public announcement dated July 30, 2007. Upon examination of the offer document, it was alleged that Noticee had failed to comply with regulation 6(2) and 6(4) for the financial year 1997 and 8(3) for the financial years ended 1998, 1999, 2000, 2001, 2002, 2003, 2004 and 2005 of SAST Regulations. A show cause notice was issued to the noticee.

### Contention:

1. That the company was suffering the losses due to the recession in jute industry.
2. The entire net worth of the company has been eroded due to the accumulated losses & the company was registered with the BIFR.
3. Functioning of unit was not normal due to sickness and financial crisis and as such proper officer / staff was not available for compilation of shares records.
4. Trading in shares at Stock exchange was very thin and negligible.
5. The company had not received notices in time for the non compliances as referred above from the stock exchange and therefore proper attention could not be given.

**SEBI imposed the penalty of Rs.50,000/- where the noticee failed to comply with regulation 6(2), 6(4) & 8(3)**

### Issues:

Whether the Noticee had violated regulations 6(2) and 6(4) for the financial year 1997 and 8(3) for the financial years ended 1998, 1999, 2000, 2001, 2002, 2003, 2004 and 2005 of SAST Regulations? Does the non-compliance, if any, on the part of the Noticee attract monetary penalty under section 15A (b) of SEBI Act?

### **Decision:**

SEBI held that the contention of the notice that the company was a sick company or the company has been referred to BIFR or trading was very thin cannot be accepted. Further, the notice could have regularized their non compliance by participating in the SEBI Regularization Scheme, 2002. However, the Noticee had failed to take advantage of this scheme. In view of the above facts, SEBI imposed a penalty of Rs.50000/- on the notice.

### **In the matter of Rakesh Damani, Nandita Damani and Suchita Damani**

#### **Facts:**

On the examination of the letter of offer submitted by Aryaman Financial Services, the Manager to the public offer for acquisition of 20% shares of Scana Color (India) Limited by Mr. Rajesh G Mehta and Mrs. Bhavna R. Mehta, SEBI observed that the Shri Rakesh Damani, Smt. Nandita Damani and Smt. Suchita Damani (noticees) failed to comply with provisions of Regulations 7(1A) and 7(2) of the Takeover Regulations during the period from 2005 to 2006 within the time period mentioned in the regulations.

**SEBI disposed of the proceeding where the noticee had complied with regulation 7(1A) & 7(2) & it is was only a misinformation on the part of the merchant banker with regard to the factual situation.**

The noticees contended that they had already disclosed their shareholding in the company pursuant to Regulations 7(1A) and 7(2) of the Takeover Regulations within the stipulated time. They also submitted copies of the acknowledgement by BSE receipts and the same were enclosed with their replies. These disclosures were also available on BSE website on said dates.

### **Issues:**

Whether the adjudicating proceeding should be continued against the noticees, where the noticees have submitted documents bearing the acknowledgement of the stock exchange to substantiate their contention that necessary disclosures have been made & it was only a misinformation on the part of the merchant banker with regard to the factual situation.

### **Decision:**

No. Since all necessary disclosures have been made in terms of the provisions of Regulations 7(1A) and 7(2) of the Takeover Regulations, the adjudication proceedings against the noticees are disposed of.

## **In the matter of Anju Advisory Services Private Limited v Adjudicating Officer**

### **Facts:**

On examining the draft offer document submitted by Keynote Corporate Services Ltd, the Manager to the public offer for acquisition of 20% of the equity share capital of Softbpo Global Services Limited (SGSL) by Finflow Investments Private Limited, SEBI observed that Anju Advisory Services Private Limited (noticee) did not comply with Regulation 8(2) of SEBI Takeover Code during the period from 2002 to 2003 & 2004 to 2005 within the time period prescribed in the regulations. Accordingly a show cause notice was issued to the noticee.

**SEBI disposed of the proceedings where the noticee has produced the acknowledgement made by the stock exchange regarding the receipt of the disclosure under regulation 8(2)**

On receiving the notice, the notice made the following submissions:

1. It had already disclosed its shareholding in the company SGSL pursuant to Regulation 8(2) of SEBI Takeover Code for the year ended March 31, 2003 and March 31, 2005.
2. In return the Company (SGL) had intimated to the Bombay Stock Exchange on April 8, 2003 for the year ended March 31, 2003 and April 27, 2005 for the year ended March 31, 2005, the shareholding in the company in terms of the provisions of Regulation 8(3) of SEBI Takeover Code. A copy of the acknowledgement is enclosed with the reply.

**Issues:**

Whether, where noticee has produced the acknowledgement made by the stock exchange regarding the receipt of the disclosure from Target Company under regulation 8(3) of the SEBI Takeover Code, the adjudication proceeding against the notice should be continued?

**Decision:**

No. Since the necessary disclosures have been made in terms of the provisions of Regulation 8, therefore the adjudication proceedings against the notice is disposed of.

### In the matter of Jindal Poly Films Limited

**Facts:**

The acquirers are the promoters of the target company and are presently holding 1,55,09,326 equity shares representing 55.21% of voting rights of the target company. The Target Company has announced the buy back of its shares, pursuant to which the holding of the acquirers would increase from 55.21% to 73.60% resulting into triggering the regulation 11(2) of the SEBI (SAST) Regulations, 1997.

**SEBI granted the exemption where the increase in shareholding of the acquirer is pursuant to the buy back by the company**

Therefore, the acquirer has filed this present application seeking the exemption on the following grounds:

**Grounds of Exemption:**

1. No change in control.
2. No active acquisition of shares by the acquirers.
3. Minimum Public shareholding will be maintained.

**Decision:**

In view of the above facts, SEBI granted the exemption to the acquirers from complying with regulation 11(2) subject to the condition that the acquirers shall ensure compliance with the applicable provision of the Companies Act, 1956, SEBI (Buy-back of Securities) Regulations, 1998, the Listing Agreement and other applicable laws.

**Consent Order in the matter of Ricoh India Limited**

On examination of draft letter of offer submitted by the Ricoh Company Ltd. in respect of the acquisition of 24% shares of Gestetner (India) Ltd. (noticee), it was alleged that noticee had substantially delayed in making the disclosures to the stock exchanges as required under regulations 6(2) and 6(4) of SAST during 1997 and failed to make yearly disclosures to the stock exchanges as required under regulation 8(3) of SAST for the years 1997, 1998, 1999, 2000. Accordingly, adjudication proceedings were initiated against the Noticee. Pending the adjudication proceeding, the noticee proposed to pay a sum of Rs.1,75,000/- towards the consent terms.

The consent terms were placed before the High Powered Advisory Committee (HPAC) and on the recommendation of HPAC, SEBI disposes off the said adjudication proceeding.

### Consent Order in the matter Bhagyanagar Castings Limited

SEBI, vide order dated July 13, 2007, initiated adjudication proceedings against Bhagyanagar Castings Limited (noticee) for the alleged violation of Regulation 6(2) and 6(4) for the year 1997, Regulation 8(3) for the years 1998 till 2004 and Regulation 7(3) for the year 2006-2007 of SEBI (SAST) Regulations, 1997. Pending the adjudication proceeding, the noticee proposed to pay Rs.2,50,000/- towards consent terms plus Rs. 1,00,000/- towards administrative expenses aggregating to Rs. 3,50,000/-. The consent terms were placed before the High Powered Advisory Committee (HPAC) & on the recommendation of HPAC, SEBI disposes off the said proceeding against the noticee.

### Consent Order in the matter Sanghi Industries Limited

The promoters (**Noticees**) of Sanghi Industries Limited (**SIL**) filed a report under regulation 3(4) of SEBI (SAST) Regulations, 1997 in respect of the acquisition of shares of Sanghi Industries Limited (**SIL**) on January 16, 2006 by way of inter-se transfer of shares amongst the promoters. On examination of said report, it was alleged that the Noticees had failed comply with regulation 3(3) of SAST. Therefore, adjudication proceedings were initiated against the Noticees. Pending the adjudication proceeding, the noticee proposed to pay Rs.1,00,000/- towards the consent terms. The terms proposed by the noticee were placed before the HPAC. On the recommendation of the HPAC, SEBI disposes off the said proceeding against the noticee.

### Consent Order in the matter Uniflex Cables Ltd.

Uniflex Cables Ltd. (applicant) made disclosures of its shareholding pattern under Regulations 7(3) of the SEBI (SAST) Regulations, 1997 for the year 2006 with considerable delay & has thus filed the instant consent application seeking the settlement of the enforcement actions that may be initiated by SEBI, for the aforesaid failures & proposed to Rs. 50,000 as settlement charges. The terms as proposed by the applicant were placed before the HPAC & on the recommendation of HPAC, it is hereby ordered that the SEBI will not take any action against the applicant.

### **Consent Order in the matter Jatia Finance Limited**

Jatia Finance Limited (applicant) made disclosures of its shareholding pattern under Regulation 8(3) of the SEBI (SAST) Regulations, 1997 for the years 2004- 2006 with considerable delay & has thus filed the instant consent application seeking the settlement of the enforcement actions, that may be initiated by SEBI, for the aforesaid failures. The High Powered Advisory Committee appointed by SEBI considered the settlement terms proposed by the applicant and recommended the case for settlement. Accordingly, the applicant shall pay Rs.1,50,000/- (Rupees one lakh fifty thousand only) as settlement charges.

### **Consent Order in the matter Devine Impex Limited**

Devine Impex Limited (applicant) made disclosures of its shareholding pattern under Regulations 7(3) of the SEBI (SAST) Regulations, 1997 for the years 2002- 2007, Regulation 8(3) for the years 2003- 2007 and Regulation 3(4) in the year 2007 with considerably delay & has thus filed the instant consent application seeking the settlement of the enforcement actions, that may be initiated by SEBI, for the aforesaid failures & proposed to Rs. 4,00,000 as settlement charges. The terms as proposed by the applicant were placed before the HPAC & on the recommendation of HPAC, it is hereby ordered that the SEBI will not take any action against the applicant.

### **Consent Order in the matter Chettinad Cement Corporation Limited**

SEBI had initiated adjudication proceedings against Shri M. A. M. R. Muthiah and alongwith persons acting in concert (Acquirers), for their alleged violation of regulation 3(4) of the SEBI (SAST) in the matter of M/s Chettinad Cement Corporation Limited. Pending the adjudication proceeding, the acquirers proposed to pay Rs. 50,000/-towards the settlement charges. The terms as proposed by the acquirers were placed before the HPAC & on the recommendation of the HPAC, SEBI disposes of the said adjudication proceeding against the acquirers.

# LATEST OPEN OFFERS

<b>Name of the Target Company</b>	<b>Name of the Acquirer &amp; PAC</b>	<b>Details of the offer</b>	<b>Reason of the Offer</b>	<b>Concerned Parties</b>
<p>Shree Om Trades Limited</p> <p><b>Regd. Office</b></p> <p>Mumbai</p> <p><b>Paid up capital</b></p> <p>Rs. 24.90 Lacs</p> <p><b>Listed At</b></p> <p>BSE</p>	<p>Gautam Mehta and Jaimin Mehta</p>	<p>Offer to acquire up to 49,800 (20%) equity shares of Rs. 10 each at a price of Rs. 23.00 per Share payable in cash.</p>	<p><b>Regulation</b></p> <p><b>10 &amp; 12</b></p> <p>SPA to acquire 1,37,450 ( 55.20%) Equity Shares of face value Rs.10/- each at a price of Rs.22.00 per equity share payable in cash.</p>	<p><b>Merchant Banker</b></p> <p>Arihant Capital Markets Ltd.</p> <p><b>Registrar to the offer</b></p> <p>Sharex Dynamic (India) Pvt. Ltd</p>
<p>Goldstone Infratech Limited</p> <p><b>Regd. Office</b></p> <p>Secunderabad</p> <p><b>Paid up capital</b></p> <p>Rs.36.02 crore</p> <p>(Expanded)</p> <p><b>Listed At</b></p> <p>BSE, NSE, DSE, MSE and ASE</p>	<p>Goldstone Exports Limited</p>	<p>Offer to acquire 72,04,661 equity shares representing 20% of the Post conversion equity Capital at a price of Rs. 23 per share payable in cash.</p>	<p><b>Regulation</b></p> <p><b>11(1)</b></p> <p>Allotment of equity shares pursuant to the conversion of 1,50,00,000 warrants increasing the shareholding from 15.75% to 50.83% .</p>	<p><b>Merchant Banker</b></p> <p>Saffron Capital Advisors Pvt. Ltd.</p> <p><b>Registrar to the offer</b></p> <p>Aarthi Consultants Private Limited</p>

<p>Woolite Mercantile Company Limited</p> <p><b>Regd. Office</b> Kolkata</p> <p><b>Paid up capital</b> Rs.199.20 lacs</p> <p><b>Listed At</b> BSE</p>	<p>Umesh P Chamdia</p>	<p>Offer to acquire upto 398400 (20%) equity shares at a price of Rs.13.50 per share payable in cash.</p>	<p><b>Regulation</b> 10 &amp; 12</p> <p>Market purchase of 691334 (34.71%) equity shares through Bulk deal increasing the shareholding of the acquirer to 736334 equity shares (36.96%) &amp; that of the acquirer &amp; PACs to 781334 equity shares 39.22%.</p>	<p><b>Merchant Banker</b> Chartered Capital &amp; Investment Ltd.</p>
<p>Tata Teleservices (Maharashtra) Limited</p> <p><b>Regd. Office</b> Mumbai</p> <p><b>Paid up capital</b> Rs.1897.19 crore</p> <p><b>Listed At</b> BSE &amp; NSE</p>	<p>NTT DOCOMO, INC.</p>	<p>Offer to acquire 384,241,919 equity shares of the face value of Rs. 10 each, representing in aggregate 20% of the Emerging Voting Capital of the Target Company at a price of Rs. 24.70 per share payable in cash.</p>	<p><b>Regulation</b> 10 &amp; 12</p> <p>Indirect Acquisition of 37.65% shareholding and control and management of Target Company pursuant to scheme of arrangement between TTSL and Acquirer Company.</p>	<p><b>Merchant Banker</b> Lazard India Private Ltd (Lazard Credit Capital Ltd.)</p> <p><b>Registrar to the offer</b> TSR Darashaw Ltd.</p>

<p>Bhilwara Spinners Limited</p> <p><b>Regd. Office</b> Rajasthan</p> <p><b>Paid up capital</b> Rs.676.11 Lacs</p> <p><b>Listed At</b> BSE</p>	<p>Ashok Kumar Parmar</p>	<p>Offer to acquire 1352226 (20%) equity shares of Rs.10 each at a price of Rs.15 each payable in cash.</p>	<p><b>Regulation 10</b></p> <p>The acquirer presently holds 1005591 (14.87%) equity shares of the Target Company. For substantial acquisition of shares, the acquirer had made this open voluntary offer.</p>	<p><b>Merchant Banker</b> Fedex Securities Ltd</p> <p><b>Registrar to the offer</b> Sharex Dynamic (india) Pvt. Ltd</p>
<p>Fem Care Pharma Limited</p> <p><b>Regd. Office</b> Nasik</p> <p><b>Paid up capital</b> Rs.352.94 Lacs</p> <p><b>Listed At</b> BSE</p>	<p>Dabur India Limited</p>	<p>Offer to acquire 7,05,880 (20%) Shares at a price of Rs. 800 per equity share payable in cash.</p>	<p><b>Regulation 10 &amp; 12</b></p> <p>SPA to acquire 25,46,596 equity shares representing 72.15% of the Fully Expanded Voting Equity Capital from existing promoters of the Target Company out of which 5,21,300 equity shares would be issued to some of the Sellers pursuant to the scheme of amalgamation between the Target Company and Mirasu Marketing Limited at a price of Rs.800 per share payable in cash.</p>	<p><b>Merchant Banker</b> Ambit Corporate Finance Private Ltd</p> <p><b>Registrar to the offer</b> Sharepro Services India Pvt Ltd.</p>

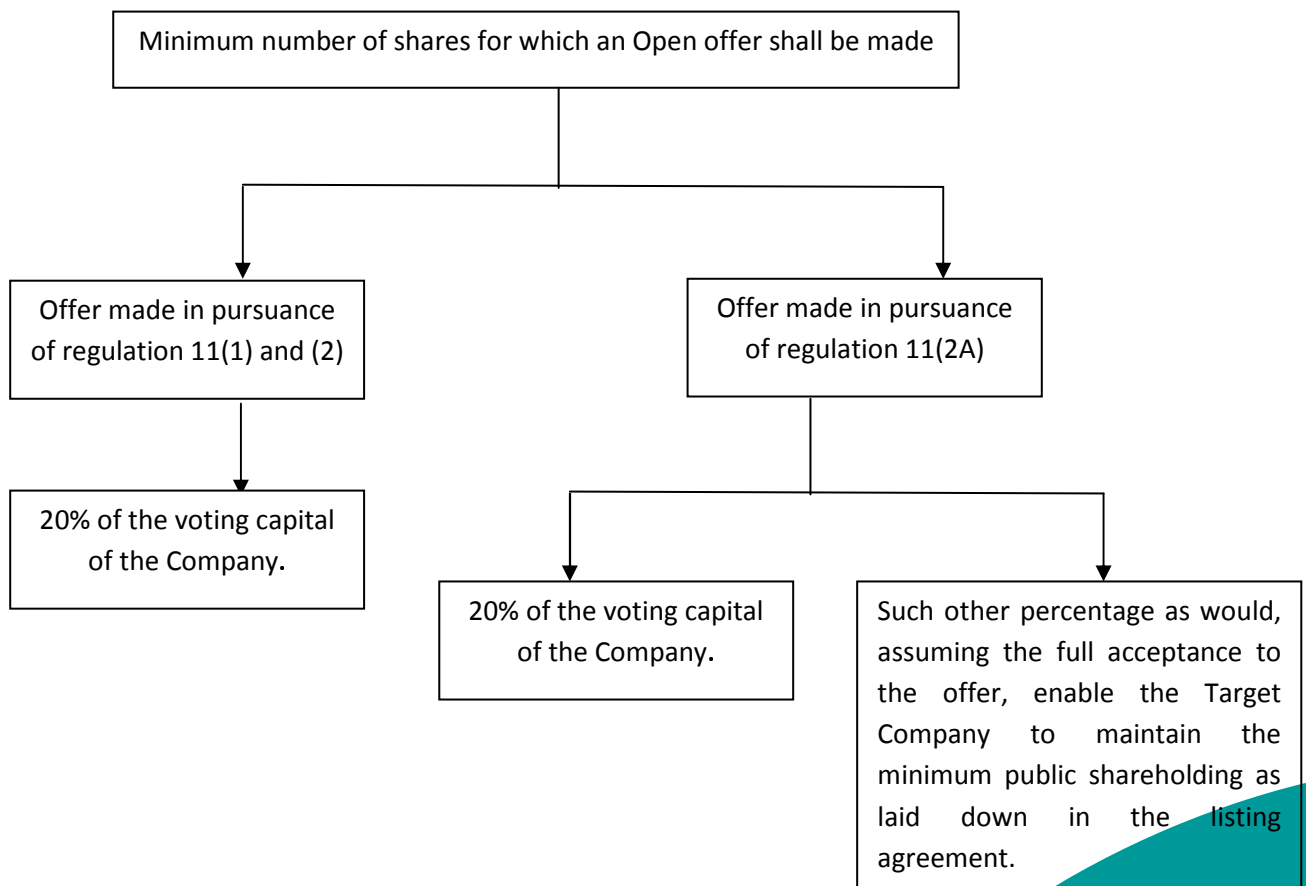
<p>Devine Impex Limited</p> <p><b>Regd. Office</b></p> <p>Ludhiana</p> <p><b>Paid up capital</b></p> <p>Rs.5.13 crore</p> <p><b>Listed At</b></p> <p>BSE, DSE &amp; LSE</p>	<p>Jawahar Lal Jain &amp; others</p>	<p>Offer to acquire 10,26,440 equity shares (20%) at a price of Rs.10 each payable in cash.</p>	<p><b>Regulation</b></p> <p><b>10 &amp; 12</b></p> <p>SPA to acquire 25,00,000 equity shares (48.71%) of the face value of Rs.10 each at a price of Rs.10 each aggregating to consideration of Rs.250 lacs payable in cash.</p>	<p><b>Merchant Banker</b></p> <p>SPA Merchant Bankers Limited</p> <p><b>Registrar to the offer</b></p> <p>Beetal Financial &amp; Computer Services Pvt. Ltd.</p>
<p>Vanasthali Textile Industries Limited</p> <p><b>Regd. Office</b></p> <p>Rajasthan.</p> <p><b>Paid up capital</b></p> <p>Rs.19.81 crore</p> <p><b>Listed At</b></p> <p>BSE</p>	<p>Millennium Holdings Limited and Mr. Nikhil Poddar</p>	<p>Offer to acquire 39, 62,500 equity shares (20%) of Rs. 10/- each at a price of Rs. 5.70 per fully paid-up equity shares payable in cash.</p>	<p><b>Regulation</b></p> <p><b>10 &amp; 12</b></p> <p>SPA to acquire 14,790,789 equity shares (74.65%) of Rs.10 each at a price of Rs.5.70/- per share aggregating to consideration of Rs.8.43 crore payable in cash.</p>	<p><b>Merchant Banker</b></p> <p>Chartered Capital &amp; Investment Ltd.</p> <p><b>Registrar to the offer</b></p> <p>Beetal Financial &amp; Computer Services Pvt. Ltd.</p>

# REGULAR SECTION

## Minimum Number of Shares to be acquired in the Open Offer

As per regulation 10, 11 & 12 of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 1997, when a person acquires shares of a listed Company beyond specified thresholds or control over a listed company, the regulation puts an obligation upon such person to make a public announcement of open offer to the shareholders of such listed Company to acquire certain minimum number of shares. The purpose of making such an offer is to provide and exit opportunity to the shareholders. Regulation 21 of these regulations specifies the minimum number of shares for which an open offer shall be made and the minimum number of shares to be acquired by an acquirer.

Generally, a person acquiring control or shares beyond the thresholds specified in regulation 10, 11 & 12 shall make an open offer to acquire minimum 20% of the total voting capital of the Company. The various provisions of regulation 21 can be analyzed as under:



### **Calculation of Number of Shares:**

**For the purpose of calculating the minimum number of shares to be offered to the public, the voting capital as at the expiration of 15 days after the closure of the offer will be considered as denominator.**

As per sub-regulation 5, for the purpose of determining the minimum number of shares, the total share capital after the 15 days of closure of the offer has to be taken into consideration. Therefore, if the offer is being made pursuant to preferential allotment or the Company has plans to issue shares or convert warrants within 15 days of closure of offer, then minimum offer size shall be 20% of fully expanded share capital.

E.g. A Ltd. has a total share capital of 100 fully paid up Equity shares. Mr. X acquired 30 shares by way of preferential allotment on 01.12.2008. Further, 50 warrants of A Ltd. are pending for conversion upto 31.12.2008. In such a case, Mr. X shall make an offer to acquire a minimum of 36 Equity shares (20% of 180 Equity shares).

### **Minimum Number of shares to be acquired:**

The acquirer shall acquire all the shares validly tendered by the shareholders pursuant to the open offer. However, he is not bound to acquire more than 20% of the offer size. Where the shares offered for sale by the shareholders under the public announcement are more than the shares agreed to be acquired under the public announcement, then the acquirer shall accept the shares proportionately in consultation with the merchant banker to the offer.

### **Offer conditional upon the minimum level of acceptance**

An acquirer or any person acting in concert with him may make an offer conditional as to the level of acceptance which may be less than 20%. However, where the offer is made pursuant to the memorandum of understanding (MOU), then the MOU shall contain a condition to the effect that in case the minimum level of acceptance is not received then the acquirer shall not accept any shares under the MOU.

Further as per regulation 22 (8), Where the offer is made subject to the minimum level of acceptance then the acquirer or the person acting in concert with him-

- i. shall irrespective of whether or not the offer received response to the minimum level of acceptances, acquire shares from the public to the extent of the minimum percentage specified in sub-regulation (1) of regulation 21 i.e. twenty percent of the voting capital except where the acquirer has deposited 50% of the consideration payable under the open offer in the escrow account in cash. It means if the acquirer has deposited 50% of the consideration payable under the open offer in escrow account in cash, then he is eligible to acquire shares only if the minimum level of acceptances is received.
- ii. Shall not acquire any shares during the offer period except by way of fresh issue as provided in regulation 3;
- iii. Shall, in the event of non fulfillment of obligations under the regulations, be liable for forfeiture of escrow account.

# HINT OF THE MONTH

*“Where the public announcement has been made in terms of sub-regulation (2A) of regulation 11 which deals with the consolidation of holdings, then the acquirer is prohibited from acquiring any shares during the offer period in the open market or through negotiation or in any other manner otherwise than under the public offer. Whereas, in other cases, the acquirer may acquire shares during the offer period. However, he cannot acquire shares during seven working days prior to the closure of offer.”*

*(Substantiated by Proviso to sub-regulation 7 of regulation 20)*

## CASE STUDY

### Concurrent Indirect acquisition of shares in two listed Companies

#### **Introduction**

**FALCON TYRES** is a company incorporated in 1973 & is a part of Mr. P K Ruia Group. Falcon manufactures and markets a wide range of nylon bias ply tyres and butyl tubes for two and three wheelers, passenger cars, jeep, light commercial vehicles and farm vehicles, under 'DUNLOP' brand for the domestic market and 'FALCON' brand for overseas market.

**Wealth Sea Pte. Ltd. (WSPL)** is a company registered in Singapore. WSPL is engaged in the business of Investment & Trading.

#### **Background of the Offer**

On November 28, 2005, **Ruia Group, through its special purpose vehicle Wealth Sea Pte. Ltd. (WSPL)** acquired the entire share capital of DIL Rim & Wheel Corporation Limited, (DRW), a company registered in Mauritius from Jumbo World Holdings Ltd. (Jumbo), a company incorporated in British Virgin Islands.

DRW in turn holds 74.50% of the equity shares of Dunlop India Limited ('Dunlop'), and 68.98% of the equity shares of Falcon Tyres Limited ('Falcon'), both companies incorporated in India and having their equity shares listed on various stock exchanges in India. Pursuant to the above acquisition of shares in DRW, WSPL has indirectly acquired 74.50% of the equity shares of Dunlop and 68.98% of the equity shares of Falcon which has resulted into triggering the regulation 10 of the SEBI (SAST) Regulations, 1997 requiring the open offer to be made to the shareholders of Dunlop and Falcon i.e. both the Indian Listed Entities.

However, no such open offer was made by WSPL.

***SEBI directive to WSPL to make the open offer to the shareholders of Dunlop & Falcon***

SEBI vide its order dated November 1, 2006 directed the WSPL to make the open offer to the shareholders of the Dunlop and Falcon at an offer price determined after taking either 28th November, 2005 or three months from the date of consummation of the acquisition of DRW by WSPL, as the reference date, whichever is higher.

SEBI further said in his order that as no public announcement for the acquisition of shares had been made, it had adversely affected the interest of the shareholders of the target companies. He directed the acquirer to pay an interest, 10 per cent per annum, to the shareholders for a period between June 2, 2006 (being the last date by which payment would have been due on the basis of 28/11/2005 as the reference date) and the date of actual payment for the tendered shares.

***Open offer***

Pursuant to the SEBI order, an open offer was made by WSPL to the shareholders of Dunlop & Falcon simultaneously in one publication for the acquisition of 20% of the paid up capital of each company.

# MARKET UPDATE

## **Financial Technologies Acquires 60% Stake in Bourse Africa**

Financial Technologies India Ltd (FTIL), the promoters of Multi-Commodity Exchange (MCX), has acquired a 60% stake in Botswana-based bourse Africa. The company has been increasingly consolidating its position in exchanges across the world.

## **Analjit Singh (Promoter of Max Group) Picks Up Stake In Oberoi Hotels**

Analjit Singh (promoter of Max Group) has hiked stake in EIH by buying another 1% through open market purchases. EIH Ltd is the country's most highly valued hospitality firm and the owners of Oberoi Group of hotels. During past some time, this company is much sought after. Earlier Mukesh Ambani has also seemed interested in the firm and other investors were parking their treasury funds into the Company.

## **HC dismissed petition The Vodafone Tax Case**

In a significant verdict, that may result in \$2 billion (Rs 10,000 crore) flowing into the Income Tax Department, the Bombay High Court dismissed a petition by the Britain-based global mobile giant Vodafone, challenging a \$1.7-billion tax notice served on the company related with the acquisition of majority stake in an Indian company last year for \$11.1 billion. Vodafone is likely to challenge the order in the Supreme Court.

## **Blackstone Acquires Majority Stake In CMS Computers**

Global private equity giant, the Blackstone Group has announced that it has bought a majority stake in CMS Computers Ltd. for around Rs 250 crore. Blackstone will also have majority representation on the board.

## **Nalanda Capital ups Stake In Triveni Engineering & Industries To 10%**

Singapore-based Nalanda Capital has picked up another 5.53% stake in Triveni Engineering & Industries Ltd from open markets raising its holding to more than 10%. The stake has been picked up for a total sum of Rs 51.2 crore (\$10.3 million) from CLSA Mauritius on the National Stock Exchange. Nalanda already has a 4.5% stake in sugar production firm Triveni.

### **Gopinath sold Stake in Kingfisher**

Gopinath, non-Executive Director and Vice-Chairman, Kingfisher Airlines has sold his Stake in Kingfisher during the last two weeks, and has reduced his total stake in the airline to around 4.6 percent from his earlier stake of over 5 per cent.

### **Ess Dee Acquires Ailing India Foils From Vedanta**

Ess Dee Aluminium (EDAL), a packaging firm, has acquired 90% stake in Kolkata-based aluminium foils maker India Foils from the Anil Agrawal led Vedanta group. The stake in the ailing India Foils will be acquired for a sum of Rs 130 crore. The sale of India Foils has been approved by Board for Industrial & Financial Reconstruction (BIFR), which was overlooking the revival of the firm.

## Highlight of the Month

We are proud to inform you that Takeovercode.com is acclaimed in

First Ever People's Choice Awards for Startups Launched by TATA and NEN Group



Selected in **TOP 30** out of **588 Innovative Business Models - 2008**

We celebrate this achievement with you because it is your support which has made the judges of this competition believe that this business model is an innovative and hottest startup. We believe that you are the best judge for it.

**Next Race is for TOP 5 Hottest Startups – Let the world recognize your recognition!!!**

For next Top 5 nominations, selection will be based only on public voting by SMS and online. You can vote by both the ways and those will be counted two votes. We believe that only your informed votes can decide the true ranking. Kindly Garner support by passing this message to your friends.

## HOW TO VOTE?

### Vote by SMS

HSU <space> 267 <space> YourFirstName  
<space> YourLastName <space>  
takeovercode.com <space>  
TataNENHottestStartups

Send to 56767

### Vote on-line.

Log-on to [www.takeovercode.com](http://www.takeovercode.com) and  
click Hotteststartups banner on  
Homepage. Register yourself and

Vote for takeovercode.com  
(Code 267).

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