

DFM FOODS LIMITED

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OPEN OFFER FOR ACQUISITION OF UP TO 26,10,836 EQUITY SHARES ("OFFER") OF FACE VALUE OF INR 10 (INDIAN RUPEES TEN) EACH, OF DFM FOODS LIMITED ("EQUITY SHARES"/ "SHARES") FROM THE EQUITY SHAREHOLDERS OF DFM FOODS LIMITED (THE "TARGET COMPANY") BY ARAVALI INVESTMENT HOLDINGS ("ACQUIRER") ALONG WITH JWALAMUKHI INVESTMENT HOLDINGS ("PAC 1") AND WESTBRIDGE CROSSOVER FUND, LLC ("PAC 2") AS THE PERSONS ACTING IN CONCERT WITH THE ACQUIRER ("PERSONS ACTING IN CONCERT"/"PACs").

This announcement ("**Corrigendum**") is in continuation of, and should be read in conjunction with, the detailed public statement dated April 20, 2016 and published on April 21, 2016 ("**Detailed Public Statement**"/"**DPS**"), issued by ICICI Securities Limited ("**Manager to the Offer**") in respect of the Offer on behalf of the Acquirer and the PACs.

As set out in paragraph 1.6.1 and VIII.1 of the DPS, all the equity shareholders of the Target Company, other than the Acquirer, PAC 1 and PAC 2 ("**Equity Shareholders**"), are entitled to tender the Equity Shares held by them in the Target Company in the Offer.

To clarify certain inadvertent errors in the DPS it is proposed that the footnote to the table in paragraph VII should read as follows:

*"*The Identified Date is only for the purpose of determining the Equity Shareholders as on such date to whom the letter of offer ("Letter of Offer") would be mailed. It is clarified that all the holders of equity shares of the Target Company (registered or unregistered), except the Acquirer, PAC1 and PAC2, are eligible to participate in this Offer."*

Further, paragraph VIII.3 of the DPS should be read as:

"VIII.3 A letter of offer ("Letter of Offer") specifying the detailed terms and conditions of this Offer along with the Form of Acceptance-cum-Acknowledgement ("Form of Acceptance") will be mailed to all the Equity Shareholders whose names appear on the register of members of the Target Company at the close of business hours on the Identified Date, being registered equity shareholders as per the records of National Securities Depository Ltd. ("NSDL") and Central Depository Services (India) Limited ("CDSL"), and registered equity shareholders holding Equity Shares in physical form as per the records of the Target Company, as on the Identified Date, other than the Acquirer, PAC 1 and PAC 2. Accidental omission to dispatch the Letter of Offer to any person to whom the Offer is made or the non-receipt or delayed receipt of the Letter of Offer by any such person will not invalidate the Offer in any way. The last date by which the individual letter of offer would be dispatched to each of the Equity Shareholders of the Target Company is May 30, 2016."

The other terms and conditions of the DPS remain unchanged.

This Corrigendum should be read in conjunction with the DPS. Capitalised terms used but not defined in this Corrigendum shall have the meanings assigned to such terms in the DPS. The Acquirer and PACs, and their respective directors, jointly and severally, accept full responsibility for the information contained in this Corrigendum and also accept responsibility for the obligations of the Acquirer and PACs laid down in the Takeover Regulations.

This Corrigendum is expected to be available on the SEBI website at <http://www.sebi.gov.in>.

ISSUED BY THE MANAGER TO THE OFFER:



ICICI SECURITIES LIMITED

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Email ID: dfmfoods.openoffer@icicisecurities.com

Contact Person: Mr. Ayush Jain/Mr. Ujjaval Kumar

SEBI Registration No.: INM000011179

FOR AND ON BEHALF OF:

ACQUIRER	PAC 1	PAC 2
Aravali Investment Holdings IFS Court, Bank Street, TwentyEight, Cybercity, Ebene 72201, Mauritius Tel.: +230 467 3000 Fax: +230 467 4000 Email ID: wbcrossover@ifsmauritius.com	Jwalamukhi Investment Holdings IFS Court, Bank Street, TwentyEight, Cybercity, Ebene 72201, Mauritius Tel.: +230 467 3000 Fax: +230 467 4000 Email ID: wbcrossover@ifsmauritius.com	WestBridge Crossover Fund, LLC IFS Court, Bank Street, TwentyEight, Cybercity, Ebene 72201, Mauritius Tel.: +230 467 3000 Fax: +230 467 4000 Email ID: wbcrossover@ifsmauritius.com

Place : Mumbai

Date : April 26, 2016

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