

CHEMPLAST SANMAR LIMITED

Registered Office: 9, Cathedral Road, Chennai – 600 086;
Tel. No: 044-28128722/8724/8723/8707/8720; Fax No: 044-28112627
Website: www.chemplastsanmar.co.in
Company Secretary and Compliance Officer: Mr. M. Raman.

This post offer public announcement ("Post Offer Public Announcement") is being issued in accordance with regulation 18 of the Securities & Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 ("Delisting Regulations") by Sanmar Holdings Limited ("Promoter" / "Sanmar") alongwith Sanmar Group International Limited, an entity forming part of Promoter Group of the Company ("Person Acting in Concert" / "PAC") in respect of the proposed acquisition and voluntary delisting of the equity shares ("Equity Shares") of Chemplast Sanmar Limited ("Chemplast" / "Company") from BSE Limited, National Stock Exchange of India Limited and Madras Stock Exchange Limited. This Post Offer Public Announcement is in continuation to and should be read in conjunction with the public announcement published on March 28, 2012 (the "PA") and the offer letter dated March 28, 2012 ("Offer Letter").

Capitalized terms used but not defined in this Post Offer Public Announcement shall have the same meaning assigned to them as in the PA and the Offer Letter.

The Promoter along with PAC issued the PA seeking to acquire, in accordance with the Delisting Regulations and on the terms and conditions set out therein and in the Offer Letter, such number of equity shares held by the Public Shareholders of the Company as on the Bid Closing Date i.e. April 18, 2012, being 19,99,24,227 fully paid up equity shares of Re.1/- each representing 25% of paid up equity share capital of the Company. Public Shareholders holding Equity Shares of the Company were invited to submit bids pursuant to the reverse book-building process ("RBP") made available through the electronic system of the BSE Limited ("BSE") during the Bid Period (April 12, 2012 to April 18, 2012), in accordance with the Delisting Regulations.

1. DISCOVERED PRICE AND EXIT PRICE

In terms of regulation 15(1) of the Delisting Regulations, the Discovered Price (being the price at which maximum number of Equity Shares have been tendered by the public shareholders in the RBP) is Rs.15/- (Rupees Fifteen only) per equity share of Re. 1/- each. The final price fixed by the Promoter for accepting the Equity Shares successfully tendered in the Delisting Offer is Rs.15/- (Rupees Fifteen only) per Equity Share of Re. 1/- each. (the "Exit Price").

2. SUCCESS OF THE DELISTING OFFER

2.1 In terms of regulation 17 of the Delisting Regulations, the delisting offer would be deemed to be successful if post offer shareholding of Promoter together with the other promoter entities equals or exceeds 71,97,29,161 Equity Shares of the Company. Adequate Equity Shares have been tendered at or below the Exit Price for the shareholding of the Promoter to reach the minimum aggregate Equity Shares as above in accordance with regulation 17 of the Delisting Regulations.

2.2 All the Public Shareholders of the Company who have tendered their Equity Shares at or below the Exit Price through valid bids will be paid the consideration at the Exit Price of Rs.15/- per Equity Share. The last date for dispatch of consideration to all Public Shareholders whose bids have been accepted will be April 30, 2012. Tax will be deducted at source for the non-resident Public Shareholders, as applicable, in accordance with para 21 of the Offer Letter.

2.3 The Equity Shares of the Public Shareholders whose bids have been rejected in the RBP process will be returned to them. The last date for dispatching share certificates in case of physical shares and for the credit of shares to the respective beneficiary accounts in case of dematerialized shares will be April 30, 2012. The shareholders holding Equity Shares in dematerialized mode are advised to check their demat accounts to confirm receipt of the Equity Shares tendered.

2.4 Subsequently, necessary steps to delist the Equity Shares of the Company from the BSE Limited, National Stock Exchange of India Limited and Madras Stock Exchange Limited shall be taken. The date of delisting of Equity Shares shall be announced in the same newspapers in which the PA and this Post Offer Public Announcement has appeared.

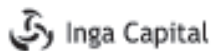
3. OUTSTANDING EQUITY SHARES AFTER DELISTING

3.1 In accordance with the provisions of regulation 21 of the Delisting Regulations, all Public Shareholders of the Company who did not or were not able to participate in the RBP process or who unsuccessfully tendered their Equity Shares in the RBP process will be able to offer their Equity Shares to the Promoter at the Exit Price during a period of one year ("Exit Period") starting from the date of delisting of the Equity Shares of the Company from BSE Limited, National Stock Exchange of India Limited and Madras Stock Exchange Limited. A separate offer letter (the "Exit Offer Letter") in this regard will be sent to these remaining Public Shareholders and they will be required to submit the requisite documents to the Registrar to the Offer within the stipulated time as set out in the Exit Offer Letter.

3.2 All other terms and conditions set forth in the PA and the Offer Letter remain unchanged. This Post Offer Public Announcement is issued on behalf of the Promoter by the Manager to the Offer in terms of regulation 18 of the Delisting Regulations.

The Compliance Officer of the Company is Mr. M Raman, Tel No.: 044-28128722/8724/8723/8707/8720, Fax No.: 044-28112627, Email id: mr1@sanmargroup.com

This Post Offer Public Announcement is issued on behalf of the Promoter:



INGA CAPITAL PRIVATE LIMITED

A-404, Neelam Centre, 4th Floor, Hind Cycle Road, Worli, Mumbai - 400 030
Tel. No.: +91-22-2498 2919 / 2498 2937; Fax No.: +91-22-2498 2956
Email: csl.delisting@ingacapital.com
Contact Person: Mr. Nishant Upadhyay/ Mr. Sanchit Agarwal

Signed on behalf of the Board of Directors of the Promoter
For Sanmar Holdings Limited

N Sankar
Chairman

Vijay Sankar
Director

P U Aravind
Director & Company Secretary

Signed on behalf of the Board of Directors of the Person Acting in Concert
For Sanmar Group International Limited

R Rangarajan
Director

P U Aravind
Director

Place: Chennai
Date: April 20, 2012