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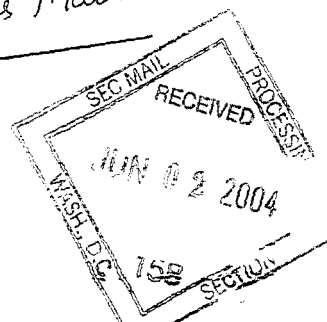
14th May, 2004

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Securities & Exchange Commission
Division of Corporate Finance
450, Fifth Street,
Washington DC 20459, USA
Fax:

By Air Mail

SUPPL



Dear Sir,

Further to our letters dated 13th May, 2004 informing you that the Company has decided to make an Open Offer to the shareholders of Ultra Tech CemCo Limited, we are sending herewith a copy of the Public Notice dated 13th May, 2004 for the Open Offer which has appeared in the newspapers today.

Thanking you,
Yours faithfully,

Ashok Malu

Ashok Malu
Company Secretary

Encl.a.a.

PROCESSED

JUN 30 2004

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GRASIM INDUSTRIES LIMITED

(Corporate Finance Division)

91, Sakhar Bhavan, 230, Nariman Point, Mumbai - 400 021 • Tel. : 91-22-2281 9520 • Fax : 91-22-2284 6299 • Email : grasim@bom7.vsnl.net.in
Registered Office : P. O. Birlagram, Nagda - 456 331 (M.P.)

ACQUISITION OF EQUITY SHARES FROM SHAREHOLDERS OF SEAH (2017)

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continued from Page 1

Singha Financial Sec. Pvt. Ltd.
116/4, Gauri Nagar
S.V. Nagar, Opp. IDBI Bank
Above Hotel Narmada
P.C. Road
Phone - 411 002

Singha Financial Sec. Pvt. Ltd.
114, Sakam Square
Opp. Linko Bus Stop
Chhatrapati, Sahy - 395003

Singha Financial Sec. Pvt. Ltd.
21, Sampurnan Colony
Vihar Road, Sahyadri
Mumbai Road, Sahyadri - 395005
Timings - 10:00 am to 5:00 p.m.

12.7 All persons who own shares of Ultra Tech on the closure date of the Offer, registered or unregistered, are eligible to participate in the Offer except Green, Samruchi and L&T. Unregistered owners and shareholders who do not receive the copy of the Offer Letter can send their application in writing to the Registrar to the Offer, in a plain paper stating the Name, Address, Number of shares held, Number of shares offered, Demat/Share Numbers, Folio Nos., together with the original Shares Certificate(s), valid transfer deeds and a copy of the receipt note issued by the broker through whom they acquired their shares. It may be applicable to go to the Registrar to the Offer or to the Registrar to the Offer, on June 21, 2004. No interest will be paid for the unregistered owners who are accepting the offer.

12.8 The Registrar to the Offer will hold in trust the shareholders certificates, shares held in trust of the escrow depository account, Form of Acceptance cum Acknowledgement, and any other transfer forms on behalf of the shareholders of Ultra Tech who have accepted the Offer, and the cheques/drafts for the consideration and/or the unaccepted shareholders certificates are deposited/sequestered.

12.9 Given that upon a Special Account for the purpose of making payments to the shareholders whose shares have been accepted under the Offer, upon the closure of the Offer, Grastin shall certify the same in writing to the Escrow Agent, whenever the

Escrow Agent shall transfer the Offer Consideration together with any income accrued thereon to the Special Account, on such date as may be advised by Grastin and transfer the balance to the Offer in issue cheques, banked cheques or demand drafts to the successful offerees.

12.10 In case the shares tendered in the Offer by the shareholders of Ultra Tech are more than the shares to be accepted under the Offer, the acquisition of shares from each shareholder will be on a proportionate basis, irrespective of whether the shares are held in physical or dematerialised form.

12.11 Any shares that are the subject matter of litigation wherein the shareholder(s) may be precluded from transferring the shares during the pendency of the said litigation are liable to be rejected in case shareholders/owners registering these shares are not received together with the shares tendered under the Offer. The Offer Letter in some of these cases, wherever possible, would be forwarded to the concerned statutory authorities for further action at their end.

12.12 Shareholders who have sent their shares for dematerialisation need to ensure that the process of getting shares dematerialised is completed well in time so that the credit in the Depository Escrow Account could be received on or before the date of closure of the offer, i.e. June 21, 2004. Once the application would be rejected. They should submit their Form of Acceptance and other documents, as applicable, along with a copy of the dematerialisation request form duly acknowledged by that DP.

12.13 Unaccepted share certificates, transfer forms and other documents, if any, will be returned by Registrar Post at the shareholder's/unregistered owner's sole risk to the respective shareholder. Shares held in dematerialised form to the extent not accepted will be credited back to the beneficial owner's depository account with the respective depository participant to get the credit furnished by the beneficial owner in the Form of Acceptance cum Acknowledgement.

12.14 While tendering shares under the Offer, With/Without/Foreign shareholders will be required to submit the RBI approvals (specific or general) that they would have obtained at the time of acquiring the L&T shares and a No Objection Certificate/Tax Clearance Certificate, indicating the amount of tax to be deducted by Grastin before remitting the consideration, from the Income-Tax authorities under the IT Act. In case the RBI approvals are not submitted, Grastin reserves the right to reject the shares. In case the aforesaid No Objection Certificate/Tax

Clearance Certificate is not submitted, Grastin will arrange to deduct tax at the marginal rate as may be applicable to the category of the shareholder, on the entire consideration amount payable to such shareholder.

12.15 A schedule of some of the key events in respect of the Offer is given below:

Activity	Date/Day
Specified date for the purpose of determining the number of shareholders to whom the Offer Letter would be sent	May 21, 2004 (Thursday)
Date by which Offer Letter to be posted to shareholders	June 4, 2004 (Friday)
Date of opening of the Offer	June 7, 2004 (Monday)
Last date for shareholders of Ultra Tech for withdrawing their Acceptance/Rejection	June 17, 2004 (Thursday)
Date of closure of the Offer	June 21, 2004 (Monday)
Date by which acceptance / rejection under the Offer would be intimated and the corresponding payment for the acquired shares, be deposited and / or the unaccepted shares / share certificates will be dispatched / checked	July 25, 2004 (Tuesday)

13 General

13.1 Shareholders desirous of withdrawing their acceptance/tender in the Offer can do so up to June 17, 2004. The withdrawal option can be exercised by submitting the document in per the intimation below, so as to reach the Registrar to the Offer at any of the collection centres mentioned above as per the mode of delivery indicated thereon on or before June 17, 2004.

The withdrawal option can be exercised by submitting the Form of Withdrawal. In case of non-receipt of the Form of Withdrawal, the withdrawal option can be exercised by making an application on plain paper along with the following details:

- In case of physical shares: Name, Address, Folio/Share Nos., Folio Number, Number of Shares received

- In case of dematerialised shares: Name, Address, Number of Shares received, DP Name, DP ID, Demat/Share account number and a photocopy of delivery instructions in 'off market' mode or cancellation of the delivery instruction in 'off market' mode, duly acknowledged by the DP in favour of the Escrow Depository Account.

13.2 All communications to the offer should be addressed only to the Registrar to the Offer at their office in Sakinaka Estate, 311 Floor, Above Bank of Baroda, Central Gracious Road, Andheri (East), Mumbai 400099.

13.3 The Board of Directors of Grastin has approved this Public Notice. The Board of Directors of Grastin shall have the right to call any question and as officers that may arise in relation to the Offer and the implementation thereof.

13.4 For further details, please refer to the Offer Letter, Form of Acceptance cum Acknowledgement and Form of Withdrawal to follow.

13.5 All financial data contained in this Public Notice has been rounded off to the nearest crore, unless stated otherwise.

13.6 Terms used but not defined herein shall have the same meaning ascribed to them in the Scheme.

13.7 Atmashree & Mangaldas & Suresh A. Shroff & Company, Chartered Accountants, Peninsula Corporate Park, Chapekar Industrial Nagar, Lower Phase, Mumbai 400 013 is the legal adviser. J.M. Morgan Stanley Private Limited, 141, Maker Chambers III, Nariman Point, Mumbai 400 021 and Equin Financial Consultants Private Limited, 601, Dalmia Tower, Nariman Point, Mumbai 400 021 are the transaction advisors and Strategic Advisors in Regard to the Offer.

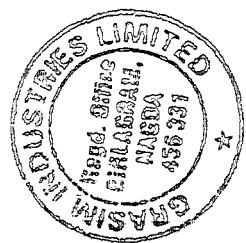
Eligible persons to the Offer may download a copy of this Public Notice from Grastin's website at www.grastin.co.in. Eligible persons to the Offer may also download a copy of the Offer Letter, Form of Acceptance cum Acknowledgement and Form of Withdrawal which will be available on Grastin's website at www.grastin.co.in from the Offer opening date, i.e. June 7, 2004 and apply using the same.

ISSUED BY:

 Grastin Industries Limited
Registered Office: Durgam, Kurla 456 231, Madhya Pradesh, India.
Pune Mumbai

Date: May 13, 2004

Auditors





13th May, 2004

Securities & Exchange Commission
Division of Corporate Finance
450, Fifth Street,
Washington DC 20459, USA

By Air Mail

Fax: /

Dear Sir,

This is to inform you that the Company has decided to make an Open Offer to the shareholders of Ultra Tech CemCo Limited (Ultra Tech) pursuant to and in terms of the Scheme of Arrangement u/s 391 to 394 of the Companies Act, 1956 between Larsen & Toubro Limited (L&T) and Ultra Tech sanctioned by the High Court of Judicature at Bombay on 22nd April, 2004 (the Scheme). This follows upon L&T and Ultra Tech deciding to fix the Effective Date of the Scheme on 14th May, 2004.

In terms of the Scheme, Grasim has offered to purchase, from the Shareholders of Ultra Tech, upto 3,73,20,539 fully paid up equity shares of Rs. 10 each aggregating 30% of the emerging share capital of Ultra Tech at a price of Rs. 342.60 per share payable in cash.

Thanking you,

Yours faithfully,

Ashok Malu
Ashok Malu

Company Secretary

GRASIM INDUSTRIES LIMITED

(Corporate Finance Division)

91, Sakhar Bhavan, 230, Nariman Point, Mumbai - 400 021 • Tel. : 91-22-2281 9520 • Fax : 91-22-2284 6299 • Email : grasim@bom7.vsnl.net.i

Registered Office : P. O. Birlagram, Nagda - 456 331 (M.P.)



13th May, 2004

Securities & Exchange Commission
Division of Corporate Finance
450, Fifth Street,
Washington DC 20459, USA

By Air Mail

Fax :

Dear Sir,

Further to our letter of even date informing you that the Company has decided to make an Open Offer to the shareholders of Ultra Tech CemCo Limited, we wish to inform you that Public Notice for the Open Offer will appear in the newspapers tomorrow. A copy of the same will be sent to you tomorrow.

Thanking you,

Yours faithfully,

Ashok Malu

Ashok Malu
Company Secretary

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(Corporate Finance Division)

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