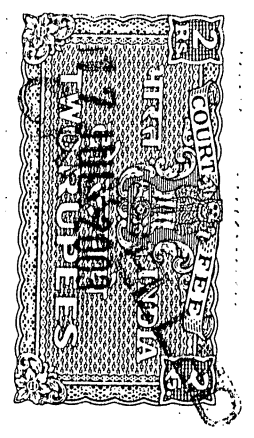
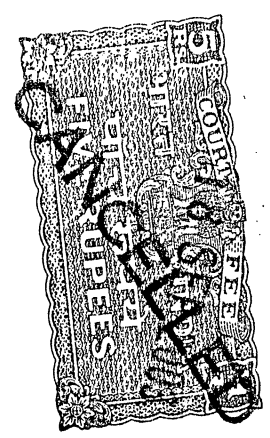
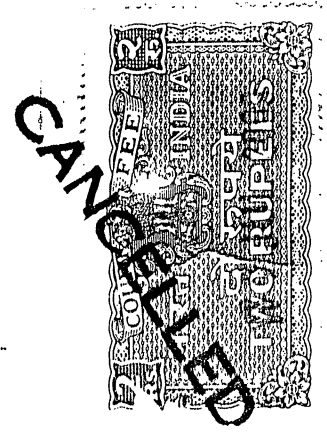


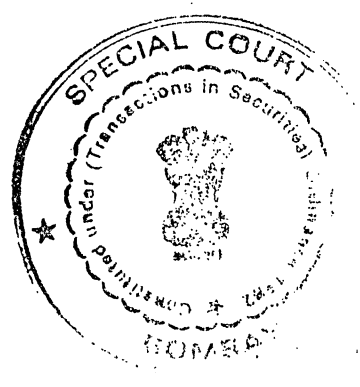
IN THE SPECIAL COURT (TRIAL OF OFFENCES RELATING
TO TRANSACTIONS IN SECURITIES)
AT BOMBAY
MISCELLANEOUS PETITION NO.64 OF 1998

The Custodian Petitioner.
v/s
Union of India and ors. Respondents

- Mr Amol Chaugule for Prima Gold Impex Ltd.
- Mr F. Devitre, Sr. Counsel for Anadyne Ltd. / Rakhee Trading Pvt.Ltd.
- Mr P.C. Mody for Ashok C. Samani.
- Mr G.R. Joshi i/b M/s P.M. and Mithi and Co. for Custodian.
- Mr Khandhar for Asjwom / Deepika.
- Mr B.M. Chaterjee for Income Tax.
- Ms S. Suryawanshi i/b M/s Malvi Ranchoddas and Co. for Dhanraj Mills Pvt.Ltd.
- Mr S.M. Mainak for Life Insurance Corporation of India Ltd.
- Mr Rajiv Ralhan for CDC Financial Services Ltd.
- Mr Murarilal Gupta for J.P.G. Builders Pvt.Ltd.
- Representative of Unit Trust of India Ltd.
- Representative of Antique Stock Broking Ltd.
- Mr K.P.Shyamsunder for State Bank of India.



BB



CORAM : D.K. DESHMUKH J.

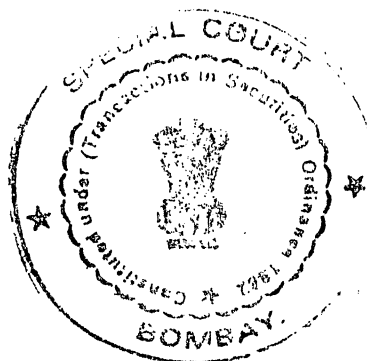
JUDGE, SPECIAL COURT

DATE : 27TH AUGUST 2003

P.C. :-

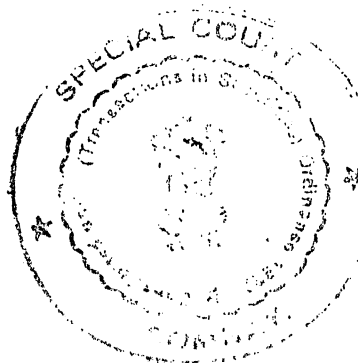
1. This relates to the report submitted by the Share Disposal Committee dated 22nd August 2003.

2. So far as the shares of Apollo Tyres Ltd., which were to be sold in bulk category, are concerned, the highest offer received by the Committee was at the rate of Rs.160/- per share. One of the bidders was J.P.G. Builders Pvt.Ltd. In Court, it has offered the price of Rs.175/- per share. Other bidders who are present in Court state that they are not in a position to better this offer. I have heard the notified party also. I have given an opportunity to the notified party, but the notified party is also not in a position to better this bid. Considering the facts and circumstances of the case and the report submitted by the Share Disposal Committee, it is directed that the offer made by J.P.G. Builders Pvt.Ltd. for purchase of shares of Apollo Tyres Ltd. at the rate of Rs.175/per share is accepted subject to the same terms and conditions which were notified.



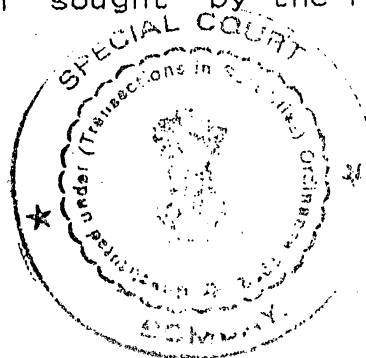
3. This relates to sale of shares of I.T.C. Ltd. in bulk category. As per the report of the Share Disposal Committee, the highest offer received by the Committee was Rs.745/- per share. One of the bidders was Ashok C. Samani. In Court, he has increased his offer to Rs.770/- per share. Other bidders who are present in Court state that they are not in a position to better this offer. The learned counsel appearing for notified party also has no objection to the acceptance of this offer. Considering the facts and circumstances of the case and the report submitted by the Share Disposal Committee, it is directed that the offer made by Ashok C. Samani for purchase of shares of I.T.C. Ltd. at the rate of Rs.770/- per share is accepted subject to the same terms and conditions which were notified.

4. This relates to sale of shares of Punjab Tractors Ltd. in bulk category. As per the report of the Share Disposal Committee, the highest offer received by the Committee was from CDC Financial Services Ltd. and Antique Stock Broking Ltd. Their offer is at the rate of Rs.153/- per share. In Court, Ashok C. Samani, one of the bidders, has increased the bid to Rs.156/per share. Other bidders who are present in Court state that they are not in a position to better this offer. The learned counsel appearing for the notified party has no objection to the acceptance of this offer. Considering the facts and circumstances of the case and

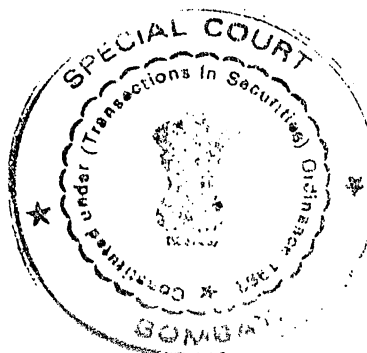


the report submitted the Share Disposal Committee, it is directed that the offer made by Ashok C. Samani for purchase of shares of Punjab Tractors Ltd. at the rate of Rs.156/- per share is accepted subject to the same terms and conditions which were notified.

5. This relates to sale of shares of Reliance Industries Ltd. in bulk category. As per the report of the Share Disposal Committee, the Committee has received only two offers, one from Life Insurance Corporation of India Ltd. offering Rs.315/- per share and the other from Prima Gold Impex Ltd. offering Rs.320/- per share. In Court, the L.I.C. agreed to increase its offer to Rs.365/- per share on the same terms and conditions which were notified. Prima Gold Impex Ltd. has offered Rs.370/per share, but they wanted some concession in the payment schedule. They did not want increase in the time limit for payment of consideration, but the modification sought by them is that the shares should be released to them of the amount which they will be depositing, and that they will keep Rs.5,00,00,000/- in deposit. In my opinion, considering the facts and circumstances of the case and the manner in which the offers were made in Court, the offer made by the L.I.C. deserves to be accepted because firstly it is public sector undertaking, secondly they are offering Rs.365/per share and thirdly they do not seek any modification in the terms and conditions already notified. The modification sought by the Prima Gold



Impex Ltd. would result into permitting them to trade on the same shares which they are purchasing against deposit. In my opinion, this should not be permitted because they will be relying on market fluctuations for completing the transaction. The learned counsel appearing for notified party also submitted that the offer made by Prima Gold Impex Ltd. should be accepted and modification sought by them should also be granted, but in my opinion, though the price offered by Prima Gold Impex Ltd. is higher, the modification sought by them cannot be granted because it may ultimately result in loss in case the market conditions change. Besides, if the terms and conditions which are already notified are modified, it will be unfair to those who have not made the offer because they were not in a position to fulfil the terms and conditions which were notified and therefore, no modification in the terms and conditions can be granted only because slightly more price is being offered. It is possible that had the offers been invited on the modified conditions, better offers might have been ^{received} ~~issued~~. It is also not notified that the Court may modify the terms and conditions. In these circumstances therefore, modification in the terms and conditions at this stage would be unfair. The offer made by the L.I.C., it being a public sector undertaking and ready to pay the amount as per the notified terms, in my opinion, deserves to be accepted. In this view of the matter therefore, considering the facts and circumstances of the case and the report submitted by



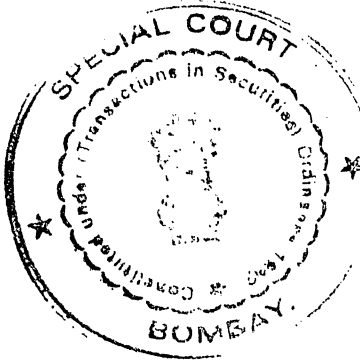
the Share Disposal Committee, the offer submitted by the L.I.C. for the shares of Reliance Industries Ltd. at the rate of Rs.365/- per share is accepted subject to the same terms and conditions which were notified.

This relates to sale of shares of Tata Tea Ltd. in bulk category. As per the report of the Share Disposal Committee, the highest offer received by it is from State Bank of India offering Rs.208/- per share. In Court, one of the bidders - Ashok C. Samani has offered Rs.214/- per share. None of the bidders who are present in Court including State Bank of India is willing to better this offer i.e. Rs.214/- per share. The learned counsel appearing for notified party has no objection to this offer being accepted. Therefore, considering the facts and circumstances of the case and report of the Share Disposal Committee, the offer made by Ashok C. Samani for purchase of shares of Tata Tea Ltd. at the rate of Rs.214/- per share is accepted on the same terms and conditions which were notified is accepted.

7. The demand drafts submitted towards earnest money by the bidders whose bids have not been accepted shall be returned to them.

Certified copy expedited.

Applied on 16/9/03
Pages 6
Examined by Mr. Titekar
Filed with Mr. Atekar
Date 18/9/03
Delivered on 18/9/03



certified to be a true copy
[Signature]
OFFICER IN CHARGE
Office of the Special Court
Bombay.
18/9/03