

**PUBLIC ANNOUNCEMENT  
FOR THE ATTENTION OF THE PUBLIC SHAREHOLDERS OF  
MATRIX LABORATORIES LIMITED**

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Andhra Pradesh, 500 003, India. Tel: +91-40-27700363; Fax: +91-40-27700343,  
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This public announcement ("**Public Announcement**") is being issued by MP Laboratories (Mauritius) Ltd ("**Acquirer**"), under Clause 10 of the Securities and Exchange Board of India (Delisting of Securities) Guidelines, 2003, ("**Guidelines**") to the public shareholders ("**Public Shareholders**") of Matrix Laboratories Limited ("**Company**") in respect of the proposed acquisition of up to 3,87,50,534 equity shares, representing approximately 24.77% of the fully diluted share capital of the Company ("**Offer Shares**") and delisting of the Company from the Bombay Stock Exchange Limited ("**BSE**") and the National Stock Exchange of India Limited ("**NSE**") in accordance with the Guidelines (the "**Delisting Offer**").

This Public Announcement is in continuation of and should be read in conjunction with the original public announcement dated May 5, 2009 ("**Original Public Announcement**"), the bid letter dated May 6, 2009 ("**Bid Letter**") and the corrigendum to the Original Public Announcement and Bid Letter dated May 22, 2009 ("**Corrigendum**").

The Acquirer hereby announces the results of the Delisting Offer made through the reverse book building process using the electronic facility of BSE, which opened on May 25, 2009 and closed on May 29, 2009 for Public Shareholders holding Offer Shares in dematerialized form, in accordance with the Guidelines.

The Acquirer has accepted the discovered price of Rs. 211 per Offer Share ("**Exit Price**") established by the reverse book building process in accordance with the Guidelines (such Exit Price being the price at which the maximum number of Offer Shares have been tendered).

Accordingly, the Acquirer shall accept all the bids at or below the Exit Price and the Public Shareholders who have tendered their Offer Shares at or below the Exit Price will be paid the consideration at the Exit Price of Rs. 211 per Offer Share. The final settlement date for the Offer Shares held in dematerialized form is June 3, 2009. Dispatch of consideration to the eligible Public Shareholders will start upon completion of the final settlement as per the Bid Letter.

Consequently, the public shareholding of the Company will fall below 10%, being the minimum public shareholding requirement for continuous listing prescribed by Clause 40A of the listing agreement, and the Acquirer will initiate necessary steps to delist the equity shares of the Company from the BSE and NSE.

The Acquirer has undertaken to accept the Offer Shares to be tendered by the Public Shareholders holding Offer Shares in physical form ("**Physical Shareholders**") at the Exit Price during the period commencing on June 4, 2009 and ending on June 18, 2009. Physical Shareholders should forward the Acceptance Form (enclosed with the Bid Letter) duly filled and signed along with original physical share certificate(s), valid share transfer deed/form(s) (enclosed with the Bid Letter) and such other documents as specifically mentioned in the Bid Letter, by hand delivery or by registered post (at their own risk and cost) to the Registrar to the Offer (details appearing below) on or before June 18, 2009.

In order to continue to provide an exit opportunity to the Public Shareholders holding Offer Shares in dematerialized form and who either could not participate in the bidding process or whose bids were rejected in the bidding process ("**Remaining Demat Shareholders**"), the Acquirer hereby offers to acquire their Offer Shares at the Exit Price during the period when Physical Shareholders are invited to tender their Offer Shares. Accordingly, the Remaining Demat Shareholders may tender their Offer Shares to the Acquirer at the Exit Price during the 15 day period commencing on June 4, 2009 and ending on June 18, 2009, by submitting their acceptance forms ("**Tender Forms**") to the Registrar to the Offer (details appearing below). The Remaining Demat Shareholders can download the Tender Form from the website of Registrar to the Offer at [www.linkintime.co.in](http://www.linkintime.co.in) or from the website of Manager to the Offer at [www.online.citibank.co.in/rhtml/citigroupglobalscreen1.htm](http://www.online.citibank.co.in/rhtml/citigroupglobalscreen1.htm) or from the website of the Company at [www.matrixlabsindia.com](http://www.matrixlabsindia.com). Alternatively, a copy of the Tender Form may be obtained by writing to the Registrar to the Offer, having their office at C-13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (W), Mumbai 400 078 clearly marking the envelope "**MATRIX- Delisting Offer**" or a soft copy of the Tender Form can be obtained by making a request at [matrix.delisting@linkintime.co.in](mailto:matrix.delisting@linkintime.co.in).

The Registrar to the Offer has opened a special depository account with Citibank N.A. at the NSDL (the "**Demat Escrow Account**") details of which are as follows:

Depository Account Name	LIPL – MATRIX LABORATORIES EXIT OFFER
Depository Participant	Citibank N.A.
DPID	IN 300054
Client Identification No.	10035997
ISIN No. of the scrip	INE604D01023

In order for Tenders Forms to be valid, Remaining Demat Shareholders should transfer their Offer Shares from their respective depository accounts to the Demat Escrow Account. All transfers should be in off-market mode. A photocopy of the delivery instruction slip or counterfoil of the delivery instruction slip submitted to the depository participant of the Remaining Demat Shareholder's depository account and duly acknowledged by such depository participant crediting Remaining Demat Shareholder's Offer Share to the Demat Escrow Account should be attached to the Tender Form.

Remaining Demat Shareholders who hold their Offer Shares through Central Depository Services Limited will have to execute an inter depository delivery instruction slip for the purpose of crediting their Offer Shares to the Demat Escrow Account.

It is the responsibility of the Remaining Demat Shareholders to ensure that their Offer Shares are credited to the Demat Escrow Account prior to or on June 18, 2009.

Tax at source will be deducted in accordance with paragraph 23 of the Bid Letter.

Further, the Acquirer shall also accept Offer Shares at the Exit Price from the Remaining Demat Shareholders and Physical Shareholders for a period of 6 months following date of the delisting of the Company. Separate communication concerning this process will follow.

If Public Shareholders have any queries with regard to the Delisting Offer, they should contact the Registrar to the Offer (details appearing below).

All other terms and conditions of the Delisting Offer as set forth in the Original Public Announcement, the Bid Letter and the Corrigendum remain unchanged.

<b>MANAGER TO THE OFFER</b>	<b>REGISTRAR TO THE OFFER</b>
 <b>Citigroup Global Markets India Private Limited</b> Bakhtawar 12th Floor Nariman Point Mumbai 400 021 Tel: +91 22 6631 9890 Fax: +91 22 6646 6050 Email: <a href="mailto:matrix.delisting@citigroup.com">matrix.delisting@citigroup.com</a> Contact Person: Akhilesh Poddar	 <b>Link Intime India Private Limited</b> C-13, Pannalal Silk Mills Compound L.B.S. Marg, Bhandup (W) Mumbai 400 078 Tel: +91 22 2596 0320 Fax: +91 22 2596 0329 Email: <a href="mailto:matrix.delisting@linkintime.co.in">matrix.delisting@linkintime.co.in</a> Contact Person: Nilesh Chalke
<b>LEGAL ADVISORS TO THE ACQUIRER</b>	
 <b>Amarchand &amp; Mangaldas &amp; Suresh A. Shroff &amp; Co.</b> amarchand mangaldas 216 Amarchand Towers, Okhla Industrial Estate, Phase III, New Delhi- 110020 Tel: +91-11-26920500 Fax: +91-11-26924900	<b>Platinum Partners</b> 304-305, Raheja Chambers, Nariman Point, Mumbai – 400 021 Tel: +91-22-42201900 Fax: +91-22-42201906

**Signed on behalf of the Acquirer**

**For MP Laboratories (Mauritius) Ltd**

**Sd/-**

Date: June 1, 2009