

(This is only an advertisement for information purpose and not a Prospectus Announcement)



# TARA HEALTH FOODS LIMITED

Our Company was incorporated as Angora Wool Combers Private Limited vide Certificate of Incorporation dated February 28, 1977. Our name was changed to Ram Sahai Wool Combers Private Limited vide Certificate of Incorporation dated December 02, 1986. Subsequently, our name was changed to Tara Feeds Private Limited and a fresh Certificate of Incorporation dated September 02, 2004 for change of name was granted. Subsequently, we converted into a Public Limited Company and our name was changed to Tara Feed Limited vide fresh Certificate of Incorporation dated October 5, 2005. Subsequently our name was changed to Tara Olive India Limited and a fresh Certificate of Incorporation dated June 11, 2008 subsequent to change of name was granted. Subsequently our name was changed to Tara Health Foods Limited and a fresh Certificate of Incorporation dated November 24, 2008 subsequent to change of name was granted. For details of change in the name and registered office, please refer to 'History and Certain Corporate Matters' beginning on page 99.

**Registered Office:** 3rd Floor, Mall Plaza, Fountain Chowk, The Mall, Ludhiana - 141001, Punjab, India; **Tel Fax:** +91-0161-5019711  
**Corporate Office:** Village Jitwal Kalan, Tehsil Malerkotla, District Sangrur, Pin Code - 148023, Punjab, India. **Tel.:** +91- 01675 - 274300, **Fax:** +91- 01675 - 273241  
**Company Secretary:** Mr. Mohit Jindal; **Compliance Officer:** Mr. Jarnail Singh, **E-mail:** info@tarahealthfoods.com; **Website:** www.tarahealthfoods.com

**PUBLIC ISSUE OF 10,000,000 EQUITY SHARES OF FACE VALUE OF Rs. 10/- EACH OF TARA HEALTH FOODS LIMITED ('OUR COMPANY' OR THE 'ISSUER') FOR CASH AT A PRICE OF RS. [-] PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF Rs. [-] PER EQUITY SHARE) AGGREGATING TO RS. [-] MILLION (THE 'ISSUE').**

**THE ISSUE WOULD CONSTITUTE 33.28% OF THE FULLY DILUTED POST ISSUE PAID-UP CAPITAL OF OUR COMPANY**

**REVISED PRICE BAND: Rs. 175/- TO Rs. 185/- PER EQUITY SHARE OF FACE VALUE RS. 10/- EACH \***

**THE ISSUE PRICE IS 17.5 TIMES OF THE FACE VALUE AT THE LOWER END OF THE PRICE BAND AND 18.5 TIMES OF THE FACE VALUE AT THE HIGHER END OF THE PRICE BAND**

**BIDS CAN BE MADE FOR A MINIMUM OF 30 EQUITY SHARES AND IN MULTIPLES OF 30 EQUITY SHARES THEREAFTER**

\* The Price Band has been revised subsequent to the filing of the Red Herring Prospectus with the Registrar of Companies, Punjab, Himanchal Pradesh and Chandigarh at Chandigarh (the "RoC"). The revision is in accordance with SEBI (Issue of Capital and Disclosure Requirements), 2009. The revision in Price Band shall require amendments/changes to the following sections of the Red Herring Prospectus: (i) Cover Page; (ii) Definitions and Abbreviations; (iii) Capital Structure; (iv) Issue Structure (v) Issue Procedure and (vi) Basis for Issue Price. In the event that the Bids are submitted by the Bidders at any price, including the Cut Off Price, in the original Price Band i.e. Rs. 180 to Rs. 190, the Bids will be treated as Bids at the higher end of the revised Price Band i.e. Rs. 185. The minimum application size and bid lot shall remain 30 Equity Shares. Please note that the Red Herring Prospectus shall stand amended accordingly to that extent. All other terms and conditions prescribed in the Red Herring Prospectus shall continue to be applicable. We undertake to update the Prospectus accordingly prior to filing it with RoC, Punjab, Himanchal Pradesh and Chandigarh at Chandigarh.

The Issue is being made through the 100% Book Building Process, wherein at least 50% of the Net Issue shall be available for allocation on a proportionate basis to QIBs, out of which 5% shall be available for allocation on a proportionate basis to Mutual Funds only. The remainder of the QIB portion shall be available for allocation on a proportionate basis to Qualified Institutional Buyers, including Mutual Funds, subject to valid Bids being received at or above the Issue Price. Further, not less than 35% of the Net Issue shall be available for allocation on a proportionate basis to Retail Individual Bidders, and not less than 15% of the Net Issue shall be available for allocation on a proportionate basis to Non-Institutional Bidders, subject to valid Bids being received at or above the Issue Price.

**BID/  
ISSUE**

**OPEN (PERIOD EXTENDED)  
NOW CLOSES ON MAY 05, 2010#**

**# The Issue was scheduled to close on April 30, 2010. The Bid/Issue period has now been extended by 3 working days and the Issue will consequently close on May 5, 2010. All other terms and conditions prescribed in the Red Herring Prospectus, as amended, shall continue to be applicable.**

**ASBA \***

Simple, Safe, Smart way of Application - Make use of it !!!

\*Applications Supported by Blocked Amount (ASBA) is a better way of applying to issues by simply blocking the fund in the bank account, investors can avail the same. For details, check section on ASBA below.

#### Promoters of the Company:

Mr. Balwant Singh, Mr. Jaswant Singh and Mr. Kulwant Singh

Bidders should note that on the basis of name of the Bidders, Depository Participant's name, Depository Participant's - Identification number and Beneficiary Account Number provided by them in the Bid cum Application Form, the Registrar to the Issue will obtain from the Depository demographic details of the Bidders such as address, bank account details for printing on refund orders or give credit through ECS, Direct Credit, RTGS or NEFT and occupation. Hence, Bidders should carefully fill in their Depository Account details in the Bid cum Application Form. These Demographic Details would be used for all correspondence with the Bidders including mailing of the refund orders / CANs / Allocation Advice and printing of Bank particulars on the refund order or for refunds through electronic transfer of funds, as applicable. The Demographic Details given by Bidders in the Bid cum Application Form would not be used for any other purposes by the Registrar to the Issue. Hence, Bidders are advised to update their Demographic Details as provided to their Depository Participants and ensure that they are true and correct. Please note that failure to do so could result in delays in dispatch of refund orders or refunds through electronic transfer of funds, as applicable, and such delay shall be at the Bidders sole risk and neither our Company, the Registrar, Escrow Collection Bank(s), Bankers to the Issue nor BRLM shall be liable to compensate for the losses caused to the Bidders due to any such delay or liable to pay any interest for such delay.

**IPO GRADING:** This Issue has been graded by Fitch Ratings India Pvt Ltd and has been assigned the "IPO Grading 2/5", indicating below average fundamentals. The IPO Grading is assigned on a 5 point scale from 1 to 5 with a IPO Grade 5/5 indicating strong fundamentals and a IPO Grade of 1/5 indicating poor fundamentals. For further details please see the chapter titled "General Information" on page 10 and "Material Contracts and Documents for Inspection" on page 280 of the Red Herring Prospectus.

**LISTING:** The Equity Shares offered through the Red Herring Prospectus are proposed to be listed on Bombay Stock Exchange Limited ("BSE") and National Stock Exchange of India Limited ("NSE"). Our Company has received the in-principle approval from BSE and NSE for the listing of the Equity Shares vide their letter dated January 05, 2010 and March 12, 2010. For the purposes of this Issue, BSE shall be the Designated Stock Exchange.

**DISCLAIMER CLAUSE OF SEBI:** SEBI only gives its observations on the Offer Documents and this does not constitute approval of either the Issue or the Offer Document. The Investors are advised to refer to the Red Herring Prospectus for the full text of the Disclaimer Clause of SEBI.

**DISCLAIMER CLAUSE OF THE BSE (The Designated Stock Exchange):** It is to be distinctly understood that the permission given by Bombay Stock Exchange Limited should not in any way be deemed or construed that the Red Herring Prospectus has been cleared or approved by Bombay Stock Exchange Limited nor does it certify the correctness or completeness of any of the contents of the Red Herring Prospectus. The investors are advised to refer to the Red Herring Prospectus for the full text of the Disclaimer Clause of Bombay Stock Exchange Limited.

**DISCLAIMER CLAUSE OF THE NSE:** It is to be distinctly understood that the permission given by NSE should not in any way be deemed or construed that the Offer Document has been cleared or approved by NSE nor does it certify the correctness or completeness of any of the content of the Offer Document. The investors are advised to refer to the Offer Document for the full text of the Disclaimer Clause of NSE.

BOOK RUNNING LEAD MANAGER	REGISTRAR TO THE ISSUE	COMPLIANCE OFFICER
<p><b>Atherstone</b></p> <p><b>Atherstone Capital Markets Limited</b> 122, 12th Floor, Mittal Court, 'A' Wing, Nariman Point, Mumbai - 400 021. Tel: +91 22 3215 3271, Fax: +91 22 6615 2989 Email: ipo@atherstone.in Website: www.atherstone.in Contact Person: Mr. Rinav Manseta SEBI Registration No: INM000011245</p>	<p><b>Bigshare Services Private Limited</b> E/2, Ansa Industrial Estate, Sakivihar Road, Sakinaka, Andheri (E), Mumbai - 400 072. Tel: +91 22 2847 0562, Fax: +91 22 2847 5207 Email: ipo@bigshareonline.com Website: www.bigshareonline.com Contact Person: Mr. Ashok Shetty SEBI Registration No: INR000001385</p>	<p><b>Mr. Jarnail Singh</b> Village Jitwal Kalan, Tehsil Malerkotla, District Sangrur, Pin Code - 148023, Punjab, India Tel: +91-01675-274300 Fax: +91-01675-273241 E-mail: complianceofficer@tarahealthfoods.com Investors can contact the Compliance Officer or the Registrar to the Issue, Bigshare Services Private Limited in case of any pre-issue or post-issue related problems such as non-receipt of letters of allotment, credit of allotted Equity Shares in the respective beneficiary account or refund orders.</p>

**AVAILABILITY OF RED HERRING PROSPECTUS:** Investors are advised to refer to the Red Herring Prospectus, and the Risk Factors contained therein, before applying in the Issue. Full copy of the Red Herring Prospectus will be available at the websites of SEBI, BSE, NSE, Issuer and BRLM at www.sebi.gov.in, www.bseindia.com, www.nseindia.com, www.tarahealthfoods.com and www.atherstone.in respectively.

**AVAILABILITY OF BID-CUM APPLICATION FORMS:** Bid-Cum-Application form can be obtained from Tara Health Foods Limited, Tel. No: +91 01675 274 300, Fax No: +91 01675 273 241; BRLM: Atherstone Capital Markets Limited, Tel. No: +91 22 3215 3271, Fax No: +91 22 6615 2989. Syndicate Member: Antique Stock Broking Limited, Tel. No: +91 22 4031 3300, Fax No: +91 22 4031 3400; Enam Securities Private Limited, Tel. No: +91 22 2267 7901, Fax No: +91 22 2266 5631; SMC Global Securities Limited, Tel. No: +91 11 3011 1000, Fax No: +91 11 2575 4365; SPA Securities Limited, Tel. No: +91 22 2280 1240-49, Fax No: +91 22 2284 1192 and at selected locations of the Sub-Syndicate Members participating in this Issue.

**APPLICATIONS SUPPORTED BY BLOCKED AMOUNT (ASBA):** Investors may apply through ASBA process. ASBA can be availed by all the investors other than Qualified Institutional Buyers (QIBs). The investor is required to fill the Bid cum ASBA form and submit the same to their bank which in turn will block the amount in the account as per the authority contained in Bid cum ASBA form and undertake other tasks as per the specified procedure. On allotment, amount will be unblocked and account will be debited only to the extent required to be paid for allotment of shares. Hence, there will be no need of refunds. Bid cum ASBA form can be obtained from the list of banks that is available on the website of SEBI at www.sebi.gov.in.

For more details on the ASBA process, please refer to the details given in Bid cum ASBA form and abridged prospectus and also please refer to the section "Issue Procedure for ASBA Bidders" beginning on page 234 of the Red Herring Prospectus.

**BANKERS TO THE ISSUE AND ESCROW COLLECTION BANKS:** HDFC Bank Limited, ICICI Bank Limited and State Bank of India.

For Tara Health Foods Limited  
On behalf of the Board of Directors  
Sd/-  
Managing Director

Tara Health Foods Limited is proposing, subject to market conditions and other considerations, a public issue of its equity shares and has filed the Red Herring Prospectus with the Registrar of Companies, Punjab, Himanchal Pradesh and Chandigarh at Chandigarh. The Red Herring Prospectus is available on the website of Securities and Exchange Board of India (SEBI) at www.sebi.gov.in and the website of the Book Running Lead Manager, Atherstone Capital Markets Limited at www.atherstone.in. Any potential investor should note that investment in equity shares involves a high degree of risk. For details, see the section titled "Risk Factors" beginning on page no. [i] of the Red Herring Prospectus.

This advertisement is not an offer for sale or solicitation of an offer to buy securities in the United States, or any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of such jurisdiction. This advertisement may not be published or distributed in the United States of America and is not an offer or solicitation of an offer for sale of securities in the United States. The securities have not been and will not be registered under the US Securities Act of 1933, as amended, and may not be offered or sold in the United States absent registration or an exemption from registration under such act. There will be no offering of securities in the United States.

CONCEPT

Size: 40x16 sq. cm