

COMPOSITE APPLICATION FORM (CAF)
FOR ELIGIBLE EQUITY SHAREHOLDERS OF THE COMPANY AND RENOUNCES ONLY

(Please read the instructions in the Letter of Offer and on the reverse of this Form and the accompanying Abridged Letter of Offer carefully. All references to page number in this CAF correspond to the Letter of Offer)

DO NOT TEAR OR DETACH ANY PART OF THIS FORM THIS DOCUMENT IS OF VALUE AND IS NEGOTIABLE.

FOR DUPLICATE FORM, IF REQUIRED, PLEASE CONTACT THE REGISTRAR TO THE ISSUE

SUDITI INDUSTRIES LIMITED

Company Registration No. 11-63245; CIN - L19101MH1991PLC063245

[Our Company was originally incorporated as Suditi Hosiery Processors Limited on 12th September 1991 in Mumbai under the Companies Act, 1956. Subsequently the name of our company was changed to Suditi Industries Limited vide fresh Certificate of Incorporation consequent to change of name dated 21st October 1994 issued by the office of Registrar of Companies, Mumbai - Maharashtra].

Reg. Office: A2, Shah & Nahar Industrial Estate, Unit No 23 / 26, Lower Parel, Mumbai 400013. **Tel No:** +91-22-40332100; **Fax No:** +91-22-24954406
Corporate Office: C-253/254, MIDC, TTC Industrial Area, Turbhe, Pawane Village, Navi Mumbai 400 705; Maharashtra. India
Tel: +91-22-67368600; **Fax:** +91-22-27683465; **E-mail:** rightissue@suditi.in **Web:** www.suditi.in

Contact Person: Mr. H Gopalkrishnan - Company Secretary & Compliance Officer. (For details of changes in name, see section titled "History and Other Corporate Information" beginning on page 40 of the Letter of Offer)

ISSUE OF 85,20,000 EQUITY SHARES WITH A FACE VALUE OF ₹ 10/- EACH AT PAR AGGREGATING ₹ 852.00 LACS ON A RIGHTS BASIS TO THE EXISTING EQUITY SHAREHOLDERS OF SUDITI INDUSTRIES LIMITED ("COMPANY") IN THE RATIO OF 1 (ONE) EQUITY SHARE FOR EVERY 1 (ONE) FULLY PAID-UP EQUITY SHARE HELD BY THE EXISTING EQUITY SHAREHOLDERS ON THE RECORD DATE, THAT IS ON JULY 25, 2012.

ALL CAPITALIZED TERMS NOT DEFINED HEREIN SHALL CARRY THE SAME MEANING AS ASCRIBED TO THEM IN THE LETTER OF OFFER

**Not for distribution into the United States.
Persons within the United States are not eligible to participate.**

ISSUE OPENS ON : SEPTEMBER 20 2012

LAST DATE FOR REQUEST : SEPTEMBER 27, 2012

FOR SPLIT APPLICATION FORMS

ISSUE CLOSES ON : OCTOBER 4, 2012

PART 'A' — FORM OF APPLICATION BY ELIGIBLE EQUITY SHAREHOLDERS
(For acceptance of Rights Entitlement and application for additional Rights Equity Shares without renunciation)

FOLIO/DP ID/CLIENT ID NO. _____ **CAF NO.** _____

The Board of Directors,
SUDITI INDUSTRIES LIMITED
Registered Office: A2, Shah & Nahar Industrial Estate, Unit No 23 / 26, Lower Parel, Mumbai 400013.
Dear Sirs,

- I/We hereby accept and apply for allotment of the Rights Shares mentioned in Block III below in response to the Abridged Letter of Offer/Letter of Offer dated September 12, 2012 offering the Rights Shares to me/us on rights basis.
- I/We also apply for additional Rights Shares indicated in BLOCK IV below and agree to accept these Rights Shares or whatever lesser number of Rights Shares as may be allotted by the Company in terms of the Abridged Letter of Offer/Letter of Offer.
- I/We enclose the amount specified in BLOCK VI below at the rate of ₹ 10/- per Rights Share payable on application on the total number of Rights Shares specified in BLOCK V below.
- I/We agree to accept the Rights Shares allotted to me/us and to hold such Rights Shares upon the terms and conditions of the said Letter of Offer, this CAF and subject to the provisions of the Companies Act, 1956, the Memorandum and Articles of Association of the Company and the Share Certificate(s) to be issued in this regard.
- I/We undertake that I/we will sign all such other documents and do all other such acts, if any, necessary on my/our part to enable me/us to be registered as the holder(s) of the Rights Shares in respect of which this application may be accepted.
- I/We also agree to accept the shares subject to laws, as applicable, guidelines, notifications and regulations relating to the issue of capital and listing of securities issued from time to time by SEBI/Government of India/RBI and/or other authorities.
- I/We hereby solemnly declare that I am/we are not applying for the Rights Shares in contravention of section 269SS of the Income-Tax Act, 1961.
- I/We confirm that I/we are not a "US Person" or are not applying for these shares on behalf of "US Person".

FOR BANK'S USE ONLY	'A'
BANK'S SERIAL NO.	
BANK'S STAMP & DATE OF RECEIPT	
REGISTRAR'S SERIAL NO.	
AMOUNT PAYABLE PER RIGHTS EQUITY SHARE ON APPLICATION ₹ 10/-	
Cheques / Drafts should be drawn in favour of 'SIL-RIGHTS ISSUE' in case of Residents or Non-Residents applying on non repatriable basis and 'SIL - RIGHTS ISSUE - NR' in case of Non-Residents applying on repatriable basis.	
APPLICANTS SHOULD MENTION THEIR FOLIO NO. / DP ID & CLIENT ID AND CAF NO. ON THE REVERSE OF THE CHEQUE/DRAFT	

Date: ___/___/2012
being offered in India but not in the United States. I/we understand that none of the Company, the Registrar, the Lead Manager or any other person acting on behalf of the Company will accept subscriptions from any person, or the agent of any person, who appears to be, or who the Company, the Registrar, the Lead Manager or any other person acting on behalf of the Company has reason to believe is, a resident of the United States and to whom an offer, if made, would result in requiring registration of this application with the United States Securities and Exchange Commission.

- I/We will not offer, sell or otherwise transfer any of the Rights Shares which may be acquired by us in any jurisdiction or under any circumstances in which such offer or sale is not authorized or to any person to whom it is unlawful to make such offer, sale or invitation except under circumstances that will result in compliance with any applicable laws or regulations. We satisfy, and each account for which we are acting satisfies, all suitability standards for investors in investments of the type subscribed for herein imposed by the jurisdiction of our residence.
- I/We understand and agree that the Rights Entitlement and Rights Shares may not be reoffered, resold, pledged or otherwise transferred except in an offshore transaction in compliance with Regulation S, or otherwise pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the US Securities Act.
- I/We (i) am/are, and the person, if any, for whose account I/we am/are acquiring such Rights Entitlement and/or the Rights Shares is/are, outside the United States, and (ii) is/are acquiring the Rights Entitlement and/or the Rights Shares in an offshore transaction meeting the requirements of Regulation S.
- I/We acknowledge that the Company, the Lead Manager, their affiliates and others will rely upon the truth and accuracy of the foregoing representations and agreements.

Please tick (✓) whichever is applicable.

I am / We are Indian National(s) resident in India and that I am/we are not applying for the Rights Shares as nominee(s) of any Person who is/are resident outside India or Foreign National(s) or a foreign company or a foreign controlled company.

I am / We are Non Resident Investors applying on a non-repatriation basis and who have made payments by way of a cheque drawn on NRO Account maintained in India and payable at Mumbai/Rupees Draft purchased out of NRO Account maintained in India and payable at Mumbai.

I am / We are Non-Resident Investors applying on a repatriation basis and have made payments by Indian Rupee drafts purchased from abroad and payable at Mumbai or funds remitted from abroad (submitted along with Foreign Inward Remittance Certificate), or by cheque / draft on a Non-Resident External Account (NRE) or FCNR Account maintained with banks authorised to deal in foreign currency in India along with documentary evidence in support of remittance.

We are Foreign Institutional Investor(s) registered with SEBI and have remitted fund from special non-resident rupee deposit account.

NUMBER OF EQUITY SHARES HELD ON RECORD DATE i.e. JULY 25, 2012	NUMBER OF RIGHTS SHARES OFFERED	NUMBER OF RIGHTS SHARES ACCEPTED	NUMBER OF ADDITIONAL RIGHTS SHARES APPLIED FOR	TOTAL NUMBER OF RIGHTS SHARES APPLIED FOR	TOTAL AMOUNT PAYABLE @ ₹ 10/- PER RIGHTS SHARE
[BLOCK I]	[BLOCK II]	[BLOCK III]	[BLOCK IV]	[BLOCK V] = (BLOCK III + IV)	[BLOCK VI = BLOCK V x ₹ 10/-]

*Note : All applicants who are QIBs or applying for an amount exceeding ₹ 2,00,000 (Rupees two lacs only) shall mandatorily apply through ASBA only. Note: Applications by Overseas Corporate Bodies / Qualified Foreign Investors, unless accompanied by specific approval from the RBI permitting OCBs/QFIs to participate in the issue, are liable to be rejected.

Contact Details of Sole / First Joint Applicant / Phone(with STD Code)/Mobile No: _____ Email Address: _____

IN CASE OF POSTAL APPLICATION WHERE PAYMENT IS MADE BY DRAFT (Refer Instruction No. 3)

GROSS AMOUNT PAYABLE (AS IN BLOCK VI) ₹ _____
LESS : DEMAND DRAFT AND POSTAL CHARGES ₹ _____
NET AMOUNT PAID (IN FIGURES) ₹ _____
(IN WORDS) ₹ _____

Amount paid ₹ _____ Rupees (in words) _____
by Bank Draft/Cheque No. _____
Dated: ___/___/2012. Drawn on (Bank Name) _____
Branch _____

I/WE CHOOSE TO APPLY THROUGH ASBA PROCESS (Refer Instruction No. 20 regarding mandatory ASBA application)

SELF CERTIFIED SYNDICATE BANK (SCSB) DETAILS

BANK ACCOUNT NUMBER _____ BANK AND BRANCH ADDRESS _____

TOTAL AMOUNT TO BE BLOCKED: (AS PER BLOCK VI): (₹ in figures) _____
(₹ in words) _____

I authorise the SCSB to block the amount specified above as part of the ASBA Process.
UNDERTAKING by Equity Shareholder / Account Holder :
I / We hereby certify that I / We are eligible ASBA Investors.

Sole/First Account Holder _____ Second Joint Account Holder _____ Third Joint Account Holder _____

For refund order, if any, details of Sole/First Applicant (Please refer instruction No. 22 & 23)

Type of account* _____ A/c. No. _____ Bank and Branch Address _____ Refund through RTGS : _____
SAVINGS/CURRENT (For Residents) _____
NRE/FCNR/NRO/Other (For Non-Residents) _____ IFSC Code of the Branch : _____

*Strike off whichever is not applicable.

REQUEST FOR SHARES IN ELECTRONIC FORM: I/We, the undersigned, want delivery of Rights Equity Shares of SUDITI INDUSTRIES LIMITED under the rights issue, in the Dematerialised form. Details of my/our Beneficiary (Electronic) account are as given below:

Total Number of Rights Shares applied for		I/We understand that : i) In case of allotment of Rights Shares to me/us, my/our Beneficiary Account as mentioned above would get credited to the extent of allotted shares. ii) In case of allotment of Rights Shares to me/us, if Rights Shares cannot be credited to my/our Beneficiary Account for any reasons whatsoever, I/we will be given Physical Certificate(s) and; iii) If the names of applicants in this application are not identical and also in the same order as with the Beneficiary Account details with the above mentioned DP, only physical certificates will be issued. iv) The Market lot for Company's Equity Shares in Electronic Mode is one share. However, for whatsoever reasons, if the Company issues physical certificate, only one consolidated certificate will be issued for the entire holding under one folio.
Electronic	Physical	
Total	Total	

Depository Name (please tick (✓) one) NSDL CDSL

Depository Participant (DP) Name _____

DP- ID No. _____

Beneficiary Account Number NSDL _____

Beneficiary Account Number CDSL _____

(Signature)s as per the specimen recorded with the Company/Depository. In case of joint shareholders, all the shareholders must sign in the same sequence as per specimen recorded with the Company/Depository.

Sole/First Applicant _____ Second Joint Applicant _____ Third Joint Applicant _____

NOTE: (1) Complete Part 'A' if you wish to apply as an Equity Shareholder (2) Leave part 'A' blank, if you wish to renounce or apply for Split forms. (3) Do not use both parts 'A' and 'B' except upon receiving the Split Forms from the Registrar to the Issue under circumstances stated in instruction for filing up CAF in this Composite Application Form overleaf. (4) Please check the number of Equity Shares registered in your name and your entitlement of the number of Rights Shares as indicated in BLOCK (I) and (II) respectively. In case you find any mistake in your entitlement, please intimate the Registrar to the Issue so that the Registrar to the Issue may amend the same on the basis of the entry in the Register of Members on record date. (5) Please read the instructions at the reverse and the Abridged Letter of Offer / Letter of Offer carefully, for further details. (6) In case any of the applicants is dead, please write the words deceased in the space provided for signing and attach a notarized copy of the death certificate along with the application.

FOLIO/DP ID/CLIENT ID NO. _____ **CAF NO.** _____

SUDITI INDUSTRIES LIMITED

Reg. Office: A2, Shah & Nahar Industrial Estate, Unit No 23 / 26, Lower Parel, Mumbai 400013. **Tel No:** +91-22-40332100; **Fax No:** +91-22-24954406
Corporate Office: C-253/254, MIDC, TTC Industrial Area, Turbhe, Pawane Village, Navi Mumbai 400 705; Maharashtra. India
Tel: +91-22-67368600; **Fax:** +91-22-27683465; **E-mail:** rightissue@suditi.in **Web:** www.suditi.in

Contact Person: Mr. H Gopalkrishnan - Company Secretary & Compliance Officer. (For details of changes in name, see section titled "History and Other Corporate Information" beginning on page 40 of the Letter of Offer)

Received from Mr./Mrs./Ms/M/S. _____ an application for _____ Rights Shares with a face value of ₹ 10/- each for cash at a price of ₹ 10/- at par per Rights Equity Share through the ASBA Process/ Cheque/Draft No. _____ dated _____ drawn on _____ for ₹ (in figures) _____ (in words) _____ being the Application Money payable thereon.
(Please write full address on the reverse, if the application is sent by post and preserve this acknowledgement slip carefully)

PART 'B' — FORM OF RENUNCIATION

Date: ___/___/2012

The Board of Directors,
SUDITI INDUSTRIES LIMITED
Registered Office: A2, Shah & Nahar Industrial Estate, Unit No 23 / 26, Lower Parel, Mumbai 400013.
Dear Sirs,

- Pursuant to your Letter of Offer, dated September 12, 2012, I/We hereby renounce my/our rights to the Rights Shares indicated above in Block VII in favour of the person(s) accepting the same and signing PART C below with respect to such Rights Shares [Form of Application by Renounee(s)]
- I/We have not made any application to the Company for the allotment of these Rights Shares in my/our name(s).

'X'

Sole/First Applicant _____ Second Joint Applicant _____ Third Joint Applicant _____

[SIGNATURE(S) SHOULD BE AS PER SPECIMEN REGISTERED WITH THE COMPANY/ DEPOSITORY]
[In case of joint holders, all the holders should sign in the same order and as per specimen recorded with the Company/ Depository]
In case any of the applicants is dead, please write the words DECEASED in the space provided for signing and attach a notarized copy of the death certificate along with the application.

PART 'C' — FORM OF APPLICATION BY RENOUNCEE(S) (TO BE FILLED IN BY RENOUNCEE(S) ONLY)

The Board of Directors,
SUDITI INDUSTRIES LIMITED
Registered Office: A2, Shah & Nahar Industrial Estate, Unit No 23 / 26, Lower Parel, Mumbai 400013.
Dear Sirs,

NO. OF RIGHTS SHARES ACCEPTED [BLOCK VIII]	ADDITIONAL NO. OF RIGHTS SHARES APPLIED FOR [BLOCK IX]	TOTAL NO. OF RIGHTS SHARES APPLIED FOR [BLOCK X = (BLOCK VIII+IX)]	AMOUNT PAYABLE ON APPLICATION @ ₹ 10/- PER RIGHTS SHARE [BLOCK XI = (BLOCK X x ₹ 10/-)]	
			(₹ in Figures)	(₹ in Words)

- In terms of the Letter of Offer dated September 12, 2012 and pursuant to the Form of Renunciation signed by the above mentioned shareholder(s), I/We apply for allotment of Rights Shares as indicated in Block X above. In respect of these Rights Shares, I/We enclose the amount specified in Block XI being the amount payable on application.
- I/We also apply for additional Share(s) indicated in BLOCK IX above (included in Block X above) and agree to accept these Share(s) or whatever lesser number of Share(s) allotted by the Company in terms of the Letter of Offer.
- I/We agree to accept the Rights Shares allotted to me/us and to hold such Rights Share upon the terms and conditions of the said Letter of Offer and subject to the provisions of the Companies Act, 1956 and the Memorandum and Articles of Association of our Company. I/We authorise you to place my/our name(s) on the Register of Members.
- I/We undertake that I will sign all such other documents and do all such acts, if any, necessary on my/our part to enable me/us to be registered as the holders of the Rights Shares in respect of which this application may be accepted.
- I/We also agree to accept the shares subject to laws, as applicable, guidelines, notifications and regulations relating to the issue of capital and listing of securities issued from time to time by SEBI/Government of India/RBI and/or other authorities.
- I/We hereby solemnly declare that I am/we are not applying for the Rights Shares in contravention of Section 269SS of the Income-Tax Act, 1961.
- I/We authorize you to place my/our name(s) in the "Register of Members".
- I/We confirm that I/we are not a "US Person" or are not applying for these shares on behalf of "US Person".

In case of Postal Application, where payment is made by Draft (Refer Instruction No. 3)

GROSS AMOUNT PAYABLE (AS IN BLOCK XI) ₹ _____
LESS: BANK DRAFT AND POSTAL CHARGES ₹ _____
NET AMOUNT PAID (IN FIGURES) ₹ _____
(IN WORDS) ₹ _____

Amount paid ₹ _____ Rupees (in words) _____
vide Bank Draft/Cheque No. _____ Dated: ___/___/2012 Drawn on _____
(Bank Name) _____ Branch _____

PERMANENT ACCOUNT NO. (PAN) (Please Refer Instruction No. 4)

Sole/First Joint Applicant PAN No. _____
Second Joint Applicant PAN No. _____
Third Joint Applicant PAN No. _____

Details of Nominee : Name _____ Address _____
If minor, Date of Birth _____ Name of the Guardian (Please Refer Instruction No. 24) _____

TO BE FILLED BY THE RENOUNCEE(S) IN BLOCK LETTERS		SIGNATURE(S)	
Sole/First Applicant	Full Name _____ Age _____		'Y'
	Father's/Husband's Name _____		
Second Joint Applicant	Full Name _____ Age _____		
Third Joint Applicant	Full Name _____ Age _____		
Sole/First Applicant Address	_____	Pin	_____
If minor, Please enter guardian details	_____		

Contact Details of Sole / First Joint Applicant / Phone(with STD Code)/Mobile No: _____ Email Address: _____

REQUEST FOR SHARES IN ELECTRONIC FORM : I/We, the undersigned, want delivery of Rights Equity Shares of SUDITI INDUSTRIES LIMITED under the rights issue, in the Dematerialised form. Details of my/our Beneficiary (Electronic) account are as given below:

Total Number of Rights Shares applied for		
Electronic	Physical	Total

Depository Name (please tick (✓) one) NSDL CDSL

Depository Participant (DP) Name _____

DP- ID No. _____

Beneficiary Account Number NSDL _____

Beneficiary Account Number CDSL _____

Account No., Name of Bank and Branch of Sole/First Applicant for refund order, if any, (please refer to instruction No. 22 & 23)

Type of account* _____ A/c. No. _____ Bank and Branch Address _____ Refund through RTGS : _____
SAVINGS/CURRENT (For Residents) _____
NRE/FCNR/NRO/Other (For Non-Residents) _____ IFSC Code of the Branch : _____

*strike off whichever is not applicable.

If you are an existing shareholder, in the same order of names, please quote the Folio No. _____ or DP ID _____ Client ID _____
Occupation : 1) Service 2) Business 3) Housewife 4) Student 5) Others (for First/Sole Applicant only)

Sole/First Applicant _____ Second Joint Applicant _____ Third Joint Applicant _____

SUDITI INDUSTRIES LIMITED

ACKNOWLEDGEMENT SLIP
(To be filled in by the Sole/First Applicant)

Collecting Banks' Signature & Stamp

Date: ___/___/2012
(Cheques / Drafts are subject to realisation)

Orient Press Ltd. # 4028 5888

