



PUBLIC NOTICE CUM PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS/ BENEFICIAL OWNERS OF THE EQUITY SHARES OF HOV SERVICES LIMITED.

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This public notice cum public announcement ("Announcement") dated January 13, 2009 is made pursuant to the provisions of Regulations 5A and 8(1) read with 15(c) of the Securities and Exchange Board of India (Buy-back of Securities) Regulations, 1998 for the time being in force including any statutory modifications and amendments from time to time ("Buy-Back Regulations") and contains the disclosures as specified in Schedule II to the Buy-Back Regulations.

1. DETAILS OF BUY-BACK OFFER AND OFFER PRICE.

1.1. HOV Services Limited (the "Company") hereby announces the Buy-back ("Buy-back") of fully paid-up Equity Shares of the face value of Rs. 10/- each ("Equity Shares") not exceeding 1,000,000 Equity Shares ("Maximum Offer Shares") and a minimum number of 250,000 Equity Shares ("Minimum Offer Shares"), from the existing owners of Equity Shares other than those who are promoters, promoter group, directors of promoters, persons in control and persons acting in concert (such shareholders hereinafter referred to collectively as "Persons in Control") (that being understood that the "persons in control" and "persons acting in concert" will be such persons as have been disclosed under the filings made by the Company under the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 1997, as amended ("SEBI Takeover Regulations")) at a price not exceeding Rs. 50 (Rupees Fifty Only) per Equity Share (the "Maximum Offer Price") payable in cash, for an aggregate amount not exceeding Rs. 5.00 crore ("Maximum Offer Size"). The Maximum Offer Size represents 6.15% of the aggregate of the Company's total paid-up equity capital and free reserves as on March 31, 2008 (the date of the latest standalone audited accounts).

1.2. The Buy-back will be implemented by the Company through the methodology of "Open market purchases through stock exchanges" using the electronic trading facilities of the Bombay Stock Exchange Limited ("BSE") and the National Stock Exchange of India Limited ("NSE"), together with BSE, the "Stock Exchanges" in accordance with the provisions of Sections 77A, 77B and other applicable provisions of the Companies Act, 1956 (the "Act") read with Article 11 of the Articles of Association of the Company and the Buy-Back Regulations, in the manner and on such terms and conditions as determined by the Board of Directors of the Company (the "Board") and disclosed in this Announcement.

The actual deployment in the Buy-back will depend upon the average price paid for the Equity Shares bought back and the actual number of Equity Shares bought back. As an illustration, at the proposed Maximum Offer Price of Rs. 50/- per Equity Share and for the Minimum Offer Shares the actual deployment would be approximately Rs. 1.25 crores which would amount to approximately 1.54% of the paid-up equity capital and free reserves and for the Maximum Offer Shares the actual deployment would be approximately Rs. 5.00 crores which would amount to approximately 6.15% of the paid-up equity capital and free reserves. Should the average price be lower, the actual deployment would be lower for both the Minimum Offer Shares and the Maximum Offer Shares.

1.3. The Maximum Offer Price has been arrived at after taking into consideration factors such as the trends in the market price of the Equity Shares during the last 6 months prior to the date of the meeting held on January 13, 2009 of the Board for approval of Buy-back ("Board Meeting") and resolution passed on such date in this regard, the "Board Resolution", the price-earning ratio and impact on other financial parameters and the possible impact of the Buy-back on the Company's earnings per Equity Share. The Maximum Offer Price offers a premium of 60.00% over the average closing price of the Equity Shares on the Stock Exchanges, as on January 12, 2009 (the day prior to the Board Meeting).

1.4. The Company shall place buy orders and purchase the Minimum Offer Shares, so long as the price is below the Maximum Offer Price and the Buy-back will close in terms with the timetable mentioned herein. However, it is being clarified that the Company shall have the flexibility to close the Buy-back at an earlier date in the event the Minimum Offer Shares have been purchased.

The fact that the Board Resolution provides for the Maximum Offer Price does not indicate that the Company will or is obliged to buy or continue to buy Equity Shares, so long as the market price is below the Maximum Offer Price. Similarly, the fact that the Board Resolution indicates the Maximum Offer Size and Maximum Offer Shares that may be bought back at a price per Equity Share not exceeding Rs. 50/- does not indicate that the Company will utilize or is obliged to utilize, the entire amount of its free reserves and/or the "Securities Premium Account" of the Company, in such manner as prescribed under the Act and/or the Regulations and any other applicable laws.

1.5. Further, the maximum number of Equity Shares bought back shall be subject to (i) the Buy-back not causing the Company to be in violation of the conditions for continuous listing prescribed in terms of Clause 40A of the listing agreement between the Company and the Stock Exchanges, i.e., maintaining the public shareholding at 25%, (ii) such Equity Shares that may be bought back not exceeding the Maximum Offer Shares and (iii) the aggregate consideration payable pursuant to the Buy-back not exceeding the Maximum Offer Size.

1.6. As required under the Act and the Buy-Back Regulations, the Company shall not purchase Equity Shares which are partly paid-up, Equity Shares with call-in arrears, locked-in or non-transferable Equity Shares in the Buy-back till the time they become fully-paid, or till the pendency of the lock-in or till the Equity Shares become transferable. There will be no negotiated deals (whether on or off Stock Exchanges), spot transactions or any other private arrangements in implementation of the Buy-back.

1.7. The Buy-back from shareholders who are persons resident outside India, including the Foreign Institutional Investors, Overseas Corporate Bodies, shall be subject to such approvals as are required including approvals from the RBI under the Foreign Exchange Management Act, 1999 and the rules, regulations framed thereunder.

2. AUTHORITY FOR THE OFFER OF BUY-BACK

2.1. Pursuant to the provisions of Section 77A, 77B and other applicable provisions of the Act read with Article 11 of Articles of Association of the Company and the Buy-Back Regulations, the Board approved the Buy-back up to the Maximum Offer Size and subject to the Minimum Offer Shares, at a price not exceeding the Maximum Offer Price, subject to approval(s) as may be necessary from time to time from statutory authorities.

3. BRIEF INFORMATION ABOUT THE COMPANY

3.1. The Company is incorporated under the Act, having its registered office at 3rd Floor Sharda Arcade, Bibwewadi, Pune Satara Road, Pune-411037, India.

3.2. History & Business

The Company was incorporated in 1989 under the Companies Act, 1956 as Codec Communications Private Limited under registration number 25-14448. The Company commenced its operations as a software services company on January 10, 1989. The name of the Company was changed to HOV Services Private Limited on February 27, 2006. The Company became a Public Limited Company on February 28, 2006 and the name of the Company was changed to HOV Services Limited on March 9, 2006.

The Company successfully completed in September, 2006 its initial public issue of 4,050,000 (Four Million Fifty Thousand) Equity Shares of face value Rs. 10/- (Ten) each at a premium of Rs. 190/- (One Hundred and Ninety) fully paid up. The Equity shares of the Company are listed on National Stock Exchange of India Limited (NSE) and on the Bombay Stock Exchange Limited (BSE) as of September 27, 2006. HOV Services Limited one of the largest end-to-end BPO company headquartered in Chennai, India provides through its subsidiaries, Finance and Accounting services, in the BFSI, Healthcare, Government, Telco, Publishing, Retail, Commercial and Industrial Manufacturing industries. Its clients include over 50% of the FORTUNE 1000 and are some of the largest companies in the industries served.

3.3. Brief financial information of the Company for the periods Six Months Ended September 30, 2008 and Fiscal Years 2008, 2007 and 2006 (based on the audited financial statements), on a standalone basis, are as follows: (Rs. in Lakhs)

Particulars	Reviewed Six months ended September 30, 2008		Audited	
	FY2008	FY2007	FY2008	FY2006
Net Sales	254.34	622.83	698.32	447.06
Other Income	25.51	2.89	60.56	18.11
Stock Adjustments	0.00	0.00	0.00	0.00
Total Income	279.85	625.72	758.88	465.17
Operating Profit	10.14	125.83	310.94	274.73
Interest	0.00	1.29	9.15	1.70
Depreciation	20.28	16.51	10.70	11.20
Tax (Current, Deferred and Fringe benefit)	10.45	15.10	11.55	0.74
Reported Net Profit / (Loss)	(20.59)	92.93	279.53	261.09
Extraordinary Items	0.00	0.00	0.00	0.00
Adjusted Net Profit / (Loss)	(20.59)	92.93	279.53	261.09
Dividend	0.00	0.00	0.00	0.00
Share Capital	1,255.40	1,255.40	1,255.40	850.40
Free Reserves (comprising of Securities premium and Surplus in profit & loss account)	6,848.77	6,869.36	6,776.43	261.09
Total Debt	0.00	0.00	4.57	136.51
Net Worth	8,104.17	8,124.76	8,031.84	1,111.49
Key Ratios	Six months ended September 30, 2008	FY2008	FY2007	FY2006
Earnings Per Share (Rs.)	(0.16)	0.74	2.63	5.96
Book Value Per Share (Rs.)	64.55	64.72	63.98	13.07
Debt-Equity ratio (%)	Nil	Nil	0.06	12.28
Return on Net worth (%)	(0.25)	1.15	6.11	36.98

These ratios have been calculated as per the following formulas:

Key Ratios	Formula
Net Worth	Share Capital + Free Reserves
Basic Earning per Share	Net Profit / Weighted Average Number of shares
Book Value per share	Net worth / Number of shares issued
Debt-Equity ratio	Debt / Equity (Equity Share Capital + Free Reserves)
Return on Net Worth (%)	Profit after tax / Average net worth where "Average net worth" = (Current year's net worth + last year's net worth) / 2

4. PRESENT EQUITY CAPITAL STRUCTURE AND SHAREHOLDING PATTERN

a. The share capital of the company as on the date of this Announcement is as follows: (Rs. in Lakhs)

Authorized	Amount
30,000,000 Equity Shares	3,000.00
	3,000.00
Issued, Subscribed and Paid up:	
12,554,045 Equity shares of Rs. 10/- each	1,255.40
Less: Calls in arrears	0.00
Total	1,255.40

i. There are no outstanding instruments convertible into Equity Shares, except the following, as on the date of this Announcement:

Instrument	Number
HOV ESOP Plan 2007	
Outstanding (Convertible into 856,550 number of Equity Shares)	856,550
Outstanding and exercisable on the date of this Announcement	61,050

Further, the Company confirms that except as stated above it has not entered into any arrangements that will result in instruments convertible into Equity Shares and which are outstanding during the Buy-back or during a period of six months post the completion of the Buy-back.

b. The shareholding pattern of the Company as of January 9, 2009 (i.e., the last working Friday prior to the date of this Announcement) and post the Buy-back is as shown below:

S. No.	Name of the shareholder	Outstanding Number of shares Pre-Buy-back offer	Pre-Buy-back Percentage holding (%)	Outstanding Number of shares Post-Buy-back offer	Post-Buy-back Percentage holding (%)
1.	Promoter and Promoter Group	6,947,931	55.34	6,947,931	60.13
2.	Mutual Fund/UTI	656,818	5.23		
3.	Financial Institution/Banks	0.00	0.00		
4.	Insurance Companies	0.00	0.00		
5.	Foreign Institutional Investors	954,278	7.60	4,606,114	39.87*
6.	Bodies Corporate	1,529,664	12.19		
7.	Individual Shareholders	1,503,035	11.97		
8.	Others	962,319	7.67		
Total		12,554,045	100.00	11,554,045	100.00

* Assuming that all the Maximum Offer Shares are bought back, the Equity shareholding and voting rights of the Persons in Control would increase from the existing 55.34% to 60.13% of the outstanding equity share capital of the Company.

The shareholding pattern post the Buy-back may differ depending upon the actual number of Equity Shares bought back under the Buy-back.

c. The aggregate shareholding of the Persons in Control, as on date of this Announcement is 6,947,931 Equity Shares, constituting 55.34% of the paid-up share capital of the Company, certain details of which are as under:

Sr. No.	Name of the shareholder	Number of shares	(%)
1.	Adesi 234, LLC	3,000,985	23.90
2.	HOF 2, LLC	1,429,680	11.39
3.	Chitale, LLC	878,852	7.00
4.	Stern Capital Partners, LLC	694,246	5.53
5.	Sunil Rajadhyaksha	588,720	4.69
6.	Eindia Venture Fund on behalf of HOF2, LLC	238,253	1.90
7.	Sun Investment Partners LLC	91,773	0.73
8.	Anil Rajadhyaksha	25,422	0.20
Total		6,947,931	55.34

d. As per the provisions of the Buy-Back Regulations and the Act, the Company shall not make any issue of Equity Shares during the Buy-back period, whether pursuant to a bonus issue or conversion of an outstanding convertible instrument, stock options or otherwise. Further, except as provided in the Buy-Back Regulations and the Act, other than by way of bonus issue or in discharge of subsisting obligations such as conversion of warrants, stock option schemes, sweat equity or conversion of preference shares or debentures into Equity Shares, the Company will not issue fresh Equity Shares within a period of six months after the completion of the Buy-back.

e. There have been no purchases or sale of shares of the Company by the Persons in Control during the period of 12 months preceding the date of this Announcement.

f. The Buy-back shall not be made from any Persons in Control. The Persons in Control will not deal in the Equity Shares till the completion of the Buy-back.

5. NECESSITY FOR BUY-BACK

The Buy-back is being proposed in keeping with the Company's desire to enhance overall shareholder value. The Buy-back would lead to a reduction in outstanding number of Equity Shares, and consequently may lead to increase in "Earnings per Share" and improvement in "Return on Net Worth" and other financial ratios thus increasing the overall shareholders' value.

6. EXTRACT FROM THE BOARD RESOLUTION

6.1. "RESOLVED THAT pursuant to the provisions of Article 11 of the Articles of Association of the Company and in accordance with Section 77A, 77AA, 77B of the Companies Act, 1956 (the "Act") and subject to the Securities and Exchange Board of India (Buy-back of Securities) Regulations, 1998, as amended and any other applicable laws and such other permissions and exemptions as may be required from applicable regulatory and statutory authorities, approval of the Board be and is hereby accorded to purchase such number of its own fully paid-up Equity Shares of the face value of Rs. 10/- each ("Equity Shares") not exceeding 1,000,000 Equity Shares ("Maximum Offer Shares") and a minimum number of 250,000 Equity Shares ("Minimum Offer Shares"), from its existing shareholders, other than those who are promoters, promoter group, directors of promoters, persons in control and persons acting in concert (such shareholders hereinafter referred to collectively as "Persons in Control") (that being understood that the "persons in control" and "persons acting in concert" will be such persons as have been disclosed under the filings made by the Company under the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 1997, as amended ("SEBI Takeover Regulations")) for a total consideration ("Maximum Offer Size") of Rs. 5.00 crore and at a price not exceeding Rs. 50/- per Equity Share ("Maximum Offer Price") (the process being referred hereinafter as "Buy-back"), provided that such Buy-back shall be within 10% of the total paid up capital and free reserves and 25% of the paid-up share capital of the Company in the current financial year.

6.2. Resolved further that the Buy-back be implemented within a period of twelve (12) months from the date of passing of this resolution or such extended or shorter period, as may be permitted under the Act or the Regulations or by the appropriate authorities under applicable laws, through the methodology of "Open Market Purchases through the Stock Exchanges", in one or more tranches from time to time, on the terms and conditions as may be decided by the Board, out of its free reserves and/or the "Securities Premium Account" of the Company, in such manner as prescribed under the Act and/or the Regulations and any other applicable laws.

6.3. Resolved further that in accordance with the provision of Section 77(6) of the Act, the Declaration of Solvency along with an affidavit thereof, as placed before the Board and initiated by the Chairman for the purposes of identification, be and is hereby approved and Mr. Sunil Rajadhyaksha, Executive Director and Mr. Rajeev Gupta, Director be and is hereby, jointly and/or severally, authorized to sign, execute, submit and deliver the same to the appropriate authorities.

6.4. Resolved further that Mr. Bhuvanesh Sharma, Company Secretary be and is hereby appointed as Compliance Officer under the Regulations who shall co-ordinate the activities for the Buy-back with the SEBI, the Merchant Bankers, Stock Exchanges, shareholders of the Company, Reserve Bank of India ("RBI") and other connected intermediaries, agencies and regulatory authorities including establishment of Investor Service Centres through M/s. Karvy Computershare Private Limited, the Registrar and Share Transfer Agents of the Company, on such locations, as may be required under the Regulations and that Mr. Bhuvanesh Sharma, Company Secretary, be and is hereby authorized to provide the certified true copy of the resolution.

6.5. Resolved further that the following confirmation be and is hereby made by the Board:

(i) that it has made the necessary and full enquiry into the affairs and prospects of the Company and has formed the opinion:

(a) that immediately following the date of convening of this meeting, there will be no grounds on which the Company could be found unable to pay its debts; and

(b) as regards its prospects for the year immediately following the date of this meeting, that having regard to its intentions with respect to the management of the Company's business during that year and to the amount and character of the financial resources which will, in the view of the Board, be available to the Company during that year, the Company will be able to meet its liabilities as and when they fall due and will not be rendered insolvent within a period of one year from the date of this meeting; and

(ii) that in forming its opinion for the above purposes, the Board has taken into account the liabilities as if the Company was being wound up under the provisions of the Act (including prospective and contingent liabilities).

6.6. Resolved further that the following confirmation be and is hereby made by the Board:

(i) that the Company shall not purchase Equity Shares under the Buy-back from Persons in Control;

(ii) that the Company shall not purchase partly paid-up Equity Shares or Equity Shares with call-in-arrears under the Buy-back;

(iii) that the Company shall not buy-back the locked in Equity Shares and non transferable Equity Shares till the pendency of the lock-in or till the Equity Shares become transferable;

(iv) that the Company shall not buy-back its Equity Shares from any person through negotiated deals (whether on or off the Stock Exchanges) or through spot transactions or through any private arrangement in the implementation of the Buy-back;

(v) that the Company shall not make further issue of the same kind of shares, including allotment of further shares under clause (a) of section 81 of Section 81, within a period of six months from the date of closure of the Buy-back except by way of bonus issue or in the discharge of subsisting obligations such as conversion of warrants, stock option scheme, sweat equity or conversion of preference shares or debentures into Equity Shares, as may be permitted under applicable law by regulatory authorities including the SEBI;

(vi) that the Company shall not make any issue of Equity Shares during the Buy-back period, including by way of bonus or conversion of an outstanding convertible instrument including outstanding warrants and stock options;

(vii) that no offer of Buyback through a board approval as permitted under the first and second proviso to Section 77A(2) of the Act is being made within a period of three hundred and sixty-five days reckoned from the date of the preceding offer of Buy-back, if applicable;

(viii) that there is no default in compliance of the provisions with Sections 159, 207 and 211 of the Act; (ix) that there are no defaults subsisting in the repayment of deposits, redemption of debentures or preference shares or repayment of term loans to any financial institutions or banks; and

(x) that the debt equity ratio of the Company after the Buy-back will be well within the limit of 2:1 as prescribed under the Act.

6.7. The Board confirms that, they have made necessary and full enquiry into the affairs and prospects of the Company and have formed the opinion:

(i) that immediately following the date of the Board Meeting, there will be no grounds on which the Company could be found unable to pay its debts;

(ii) as regards the prospects of the Company for the year immediately following the date of the Board Meeting that, having regard to the intentions of the Board with respect to the management of the Company's business during that year and to the amount and character of the financial resources which will, in view of the Board be available to the Company during that year, the Company will be able to meet its liabilities and will not be rendered insolvent within a period of one year from that date of the Board Meeting; and

(iii) that in forming the opinion for the above purposes, the Board of Directors have taken into account the liabilities, as if the Company was being wound up under the provisions of the Act (including prospective and contingent liabilities).

7. REPORT OF STATUTORY AUDITORS

The text of the report dated January 13, 2009 received from M/s. Lodha & Co., Chartered Accountants, the statutory auditors of the Company, addressed to the Board is reproduced below: "In connection with the proposed buy-back of Equity Shares approved by the Board of Directors of HOV Services Limited (the "Company") at its meeting held on January 13, 2009, in pursuance of the provisions of Section 77A, 77AA and 77B of the Companies Act, 1956 and the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 1998, as amended from time to time (the "Buy-Back Regulations"), based on the information, explanations and representations given to us and on the basis of such verification of relevant records as we considered appropriate, we report that:

(i) We have inquired into the state of affairs of the Company in relation to its audited accounts for the year ended March 31, 2008, which were taken on record by the Board of Directors in their meeting held on June 5, 2008.

(ii) The Board of Directors has proposed to Buy-Back the Company's equity to the extent of Rs. 5 crore ("Maximum Offer Size") at a price not exceeding Rs. 50/- per equity share ("Maximum Offer Price"). The amount of permissible capital payment (including premium) towards buy-back of Equity Shares, as computed below, has been properly determined in accordance with Section 77A(2)(c) of the Companies Act, 1956.

* Based on standalone financial statements for the year ended March 31, 2008

(iii) The Board of Directors in their meeting held on January 13, 2009 have formed the opinion as specified in clause (x) of Schedule I of the Buy-Back Regulations, on reasonable grounds and that the Company will not, having regard to its state of affairs, be rendered insolvent within a period of one year from that date.

(iv) This certificate has been prepared only for the Company and is in reference (including disclosing in the Public Notice cum Public Announcement as required under the Buy-Back Regulations) to proposed Buy-back of Equity Shares approved by the Board of Directors of the Company at its meeting held on January 13, 2009, in pursuance of the provisions of Section 77A, 77AA and 77B of the Companies Act, 1956 and the Buy-Back Regulations and for no other purpose. We do not accept any liability or duty of care for any other purpose or to any other person to whom the report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

for M/s Lodha & Co., Chartered Accountants (Sd/-)

R P Baradiya Partner

Membership No. 44101 Mumbai

January 13, 2009"

8. SOURCES OF FUNDS FOR THE BUY-BACK

8.1. The amount required to be invested by the Company for the Buy-back, subject to the Maximum Offer Size and the Minimum Offer Shares, will be invested from the current surplus and/or cash balances and/or internal accruals of the Company. Though the Company does not propose raising debt for effecting the Buy-back, it may continue to borrow funds in the ordinary course of its business.

8.2. The Company vide its declaration of solvency dated January 13, 2009 has declared that it is capable of meeting its total liabilities and will not be rendered insolvent within a period of one year from the abovementioned date.

9. LISTING DETAILS AND STOCK MARKET DATA

9.1. The Equity Shares are listed on the Stock Exchanges.

9.2. The high and low market prices of the Equity Shares for the last three years and the monthly high, low and average market prices for last six months preceding this Announcement and the corresponding volumes on the Stock Exchanges are as follows:

BSE:

Time Period	High Price			Low Price			Average Price (Rs.)	Total Volume traded for the period
	Price (Rs.)	Date	Volume	Price (Rs.)	Date	Volume		
Last 3 years	-	-	-	-	-	-	-	-
2005-06*	-	-	-	-	-	-	-	-
September 27, 2006 to March 31, 2007	316.05	February 9, 2007	93,225	140.9	November 20, 2006	38,785	204.03	31,324,827
2007-08	248.05	April 23, 2007	38,703	73.6	March 25, 2008	7,615	178.43	3,800,039

Last 6 months	Time Period	High Price			Low Price			Average Price (Rs.)	Total Volume traded for the period
		Price (Rs.)	Date	Volume	Price (Rs.)	Date	Volume		
July 2008	125	July 25 and July 28, 2008	27,363 and 3,687	91.2	July 2, 2008	3,827	106.5	109,905	
August, 2008	117.35	August 27, 2008	9,462	96.25	August 29, 2008	6,226	104.5	82,920	
September, 2008	103.75	September 2, 2008	1,571	64.2	September 30, 2008	618	87.05	42,837	
October, 2008	70	October 1, 2008	1,297	26.65	October 28, 2008	2,399	43.30	113,080	
November, 2008	33.9	November 11, 2008	1,770	23.15	November 28, 2008	165	28.90	61,861	
December, 2008	29.55	December 17, 2008	7,449	23.3	December 2, 2008	527	26.45	48,632	

Source: BSE website

* Equity Shares were not listed during the relevant period

NSE:

Time Period	High Price			Low Price			Average Price (Rs.)	Total Volume traded for the period
	Price (Rs.)	Date	Volume	Price (Rs.)				