

BOMBAY SWADESHI STORES LIMITED

Registered Office: Western India House, Sir P M Road, Fort, Mumbai - 400 001, Maharashtra
Tel. No.: +91-22-4049 6500; Compliance Officer: Mr. John Varughese

This exit offer public announcement ("**Exit Offer PA**") is issued by Inga Capital Private Limited ("**Manager to the Exit Offer**") on behalf of Ms. Madhu Chandak ("**Acquirer I**"), Ms. Manjri Chandak ("**Acquirer II**") and Ms. Jyoti Varun Kabra ("**Acquirer III**") (Acquirer I, Acquirer II and Acquirer III are collectively referred to as the "**Acquirers**") to the public shareholders of Bombay Swadeshi Stores Limited ("**Company**") in accordance with Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 ("**Delisting Regulations**") in respect of the proposed acquisition and voluntary delisting of the equity shares of ₹ 2/- each ("**Equity Shares**") of the Company from BSE Limited. This Exit Offer PA is in continuation to and should be read in conjunction with the public announcement published on September 9, 2015 ("**PA**"), Offer Letter dated September 9, 2015 ("**Offer Letter**") and post offer public announcement published on October 6, 2015 ("**Post Offer Public Announcement**").

Capitalized terms used but not defined in this Exit Offer PA shall have the same meaning assigned to them as in the PA, Offer Letter and Post Offer Public Announcement.

1. INTIMATION OF DATE OF DELISTING

Pursuant to the delisting offer made by the Acquirers to the public shareholders of the Company, the Company had applied to the BSE Limited ("**BSE**") on October 9, 2015 to delist Equity Shares of the Company from BSE.

BSE, vide its notice no. 20151104-25 dated November 4, 2015 has communicated that the trading in Equity Shares of the Company will be discontinued with effect from Tuesday, November 10, 2015 and the Equity Shares of the Company will be delisted from BSE records with effect from Thursday, November 19, 2015 ("**Date of Delisting**").

Delisting of the Equity Shares means the Equity Shares cannot and will not be traded on the BSE.

2. OUTSTANDING EQUITY SHARES AFTER DELISTING

In accordance with regulation 21 of the Delisting Regulations, and as announced earlier in the Post Offer Public Announcement, all Public Shareholders of the Company who did not or were not able to participate in the RBP process conducted through OTB or who unsuccessfully tendered their Equity Shares in the RBP process conducted through OTB will be able to offer their Equity Shares to the Acquirers at a price of ₹ 126/- per Equity Share ("**Exit Price**") during a period of one year starting from the date of delisting of the Equity Shares of the Company from BSE Limited i.e. from November 19, 2015 to November 18, 2016 ("**Exit Period**").

The offer letter ("**Exit Offer Letter**") in this regard shall be provided to the remaining Public Shareholders whose name will appear in the register of members of the Company as on November 10, 2015 ("**Residual Shareholders**"). In the event of any Residual Shareholders not receiving, or misplacing their Exit Offer Letter, they may obtain a copy by writing to the Registrar to the Exit Offer i.e. Link Intime India Private Limited, C-13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (W), Mumbai - 400 078, clearly marking on the envelope "**BOMBAY SWADESHI STORES LIMITED - DELISTING - EXIT OFFER**". However, all shareholders (registered or unregistered) of the Equity Shares of the Company are eligible to participate in the Exit Period. Further, the soft copy of the application form can be downloaded from the website of the Registrar to the Exit Offer or the Manager to the Exit Offer at www.linkintime.co.in and www.ingacapital.com, respectively.

3. PAYMENT OF CONSIDERATION TO RESIDUAL SHAREHOLDERS

Subject to any regulatory approvals as may be required, the Acquirers intend to make payments on a monthly basis, within 10 working days of the end of the relevant calendar month ("**Monthly Payment Cycle**"). Payments will be made only to those Residual Shareholders who have validly tendered their Equity Shares, as per the instructions laid out in the Exit Offer Letter and the enclosed application form ("**Exit Application Form**"). The first Monthly Payment Cycle shall commence from November 30, 2015 for Equity Shares validly tendered upto November 30, 2015. In respect of Equity Shares validly tendered upto November 18, 2016, payment shall be made within 10 working days from November 18, 2016.

All other terms and conditions set forth in the PA, Offer Letter and Post Offer Public Announcement remain unchanged.

All queries may be directed to the Registrar to the Exit Offer or the Manager to the Exit Offer.

THIS EXIT OFFER PA IS ISSUED ON BEHALF OF THE ACQUIRERS BY THE MANAGER TO THE EXIT OFFER:



INGA CAPITAL PRIVATE LIMITED

Naman Midtown, 'A' Wing, 21st Floor, Senapati Bapat Marg, Elphinstone (West), Mumbai - 400 013

Tel. No.: +91-22-4031 3489; Fax No.: +91-22-4031 3379

Contact Person: Mr. Ashwani Tandon; Email: delisting.bssl@ingacapital.com

Website: www.ingacapital.com; SEBI Registration Number: MB/INM000010924

Sd/-

Sd/-

Sd/-

Madhu Chandak

Manjri Chandak

Jyoti Varun Kabra

Place : Mumbai

Date : November 5, 2015