

**POST OFFER ADVERTISEMENT UNDER REGULATION 18 (12)
OF THE SECURITIES AND EXCHANGE BOARD OF INDIA
(SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS)
REGULATIONS, 2011, AS AMENDED ("SEBI (SAST) REGULATIONS")
FOR THE ATTENTION OF THE PUBLIC SHAREHOLDERS OF**

BNK CAPITAL MARKETS LIMITED

(CIN: L34202WB1986PLC040542)

REGISTERED OFFICE: Mayfair Towers, 2, Palm Avenue, Kolkata - 700 019

TEL: +91 33 4602 2160-63; **FAX:** +91 33 2280 0457;

E-MAIL: corporate@bnkcapital.com; **WEBSITE:** www.bnkcapital.com

OPEN OFFER FOR ACQUISITION OF UP TO 26,00,000 (TWENTY SIX LAKH) FULLY PAID UP EQUITY SHARES HAVING FACE VALUE OF INR 10 (INDIAN RUPEES TEN ONLY) EACH ("EQUITY SHARES"), REPRESENTING 26% OF THE VOTING SHARE CAPITAL OF BNK CAPITAL MARKETS LIMITED ("TARGET COMPANY") AT A PRICE OF INR 200/- (INDIAN RUPEES TWO HUNDRED ONLY) PER EQUITY SHARE FROM THE PUBLIC SHAREHOLDERS OF THE TARGET COMPANY BY LEBNITZE REAL ESTATES PRIVATE LIMITED ("ACQUIRER") ("OFFER" / "OPEN OFFER").

This post offer advertisement ("**Post Offer Advertisement**") is being issued by Sumedha Fiscal Services Limited ("**Manager to the Offer**" or "**Manager**"), in respect of the Open Offer, on behalf of the Acquirer, pursuant to and in accordance with Regulation 18(12) of the SEBI (SAST) Regulations. This Post Offer Advertisement should be read in continuation of and in conjunction with: (a) the Public Announcement dated March 30, 2021 ("**PA**"); (b) the Detailed Public Statement published on April 7, 2021 ("**DPS**"); (c) the Letter of Offer dated July 16, 2021 along with Form of Acceptance cum Acknowledgement ("**LOF**"); and (d) the offer opening public announcement and corrigendum to the DPS published on July 27, 2021 ("**Announcement and Corrigendum**").

The DPS and the Announcement and Corrigendum were published in all editions of 'Financial Express' (English) and 'Jansatta' (Hindi), the Kolkata edition of 'Aajkaal' (Bengali), and the Mumbai edition of 'Mumbai Lakshadeep' (Marathi). This Post Offer Advertisement is being published in all of the aforesaid newspapers.

Capitalized terms used but not defined in this Post Offer Advertisement shall have the meaning assigned to such terms in the LOF.

- 1. Name of the Target Company** : BNK Capital Markets Limited
- 2. Name of the Acquirer** : Lebnitze Real Estates Private Limited ("**Acquirer**")
- 3. Name of the Manager to the Offer** : Sumedha Fiscal Services Limited
- 4. Name of the Registrar to the Offer** : C B Management Services (P) Limited
- 5. Offer Details** :
 - a. Date of Opening of the Offer** : Wednesday, July 28, 2021
 - b. Date of Closure of the Offer** : Tuesday, August 10, 2021
- 6. Date of Payment of Consideration** : Friday, August 20, 2021
- 7. Details of Acquisition** :

Sl. No.	Particulars	Proposed in the Offer Document ⁽¹⁾		Actuals ⁽¹⁾	
7.1	Offer Price (per Equity Share)	INR 200/-		INR 200/-	
7.2	Aggregate number of Equity Shares tendered in the Offer	26,00,000 ⁽²⁾		22,92,079	
7.3	Aggregate number of Equity Shares accepted in the Offer	26,00,000 ⁽²⁾		22,92,079	
7.4	Size of the Offer (Number of Equity Shares multiplied by offer price per Equity Share)	INR 52,00,00,000/- ⁽²⁾		INR 45,84,15,800/-	
7.5	Shareholding of the Acquirer before the agreements / public announcement (Number and %)	Nil		Nil	
7.6	Equity Shares acquired by way of agreements by the Acquirer (Number and %)	59,68,857 (59.69%)		59,68,857 (59.69%) ⁽³⁾	
7.7	Equity Shares acquired by way of Open Offer by the Acquirer (Number and %)	26,00,000 (26.00%)		22,92,079 (22.92%)	
7.8	Equity Shares acquired after Detailed Public Statement (Number and %)	Nil		Nil	
7.9	Post Offer shareholding of the Acquirer (Number and %)	85,68,857 (85.69%) ⁽²⁾		82,60,936 (82.61%)	
7.10	Pre & Post offer shareholding of the Public (Number and %)	Pre-Offer	Post-Offer⁽²⁾	Pre-Offer	Post-Offer
		40,31,143 (40.31%)	14,31,143 (14.31%)	40,31,143 (40.31%)	17,39,064 (17.39%)

⁽¹⁾ Unless stated otherwise, percentages disclosed in the table above are computed basis the Voting Share Capital of the Target Company.

⁽²⁾ Assuming full acceptance in the Open Offer.

⁽³⁾ On 23 August 2021, the Acquirer acquired 59,68,857 Equity Shares through on-market purchase pursuant to the SPA.

8. Other information

8.1 The Acquirer and its directors, in their capacity as directors of the Acquirer, accept full responsibility for the information contained in this Post Offer Advertisement and also for the obligations under the SEBI (SAST) Regulations.

8.2 A copy of this Post Offer Advertisement is expected to be available on the websites of SEBI (www.sebi.gov.in), BSE (www.bseindia.com), CSE (www.cse-india.com), and the registered office of the Target Company.

Issued on behalf of the Acquirer by the Manager to the Offer

Manager to the Offer	
	Sumedha Fiscal Services Limited 6A, Geetanjali, 6th Floor, 8B Middleton Street, Kolkata - 700 071, West Bengal, India Tel: + 91 33 2229 8936/6758 ; Fax: +91 33 2226 4140 Contact Person: Mr Ajay K Laddha Email: mb_openoffer@sumedhafiscal.com Website: www.sumedhafiscal.com SEBI Registration Number: INM000008753 Validity Period: Permanent Registration

Registrar to the Offer	
	C B Management Services (P) Limited P-22, Bondel Road, Kolkata - 700 019, West Bengal, India Tel: + 91 33 4011 6700 / 6715; Fax: + 91 33 4011 6739 Contact Person: Mr Subhabrata Biswas Email: rta@cbmsl.com Website: www.cbmsl.com SEBI Registration No.: INR000003324 Validity Period: Permanent Registration

On behalf of **Lebnitze Real Estates Private Limited (Acquirer)**

Sd/-

Name: Harish Toshniwal

Title: Director

Place: Kolkata

Date: 23 August, 2021