POST OFFER PUBLIC ANNOUNCEMENT

UNDER REGULATION 18 (12) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011 (AS AMENDED), FOR THE PUBLIC SHAREHOLDERS OF

BCB FINANCE LIMITED

Registered Office: 1204, P. J. Towers, Dalal Street, Mumbai – 400 001.
Telefax No.: 022-2272 2414; **Email ID:** yojana@bcbfinance.com; **CIN No.:** L65990MH2005PLC157586

This Post Offer Advertisement is being issued by Aryaman Financial Services Limited, on behalf of the CentrumDirect Limited ("Acquirer"), in compliance with Regulation 18(12) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended ("SEBI (SAST) Regulations, 2011") in connection with the Open Offer ("Offer") made by the Acquirer. The Detailed Public Statement ("DPS") with respect to the aforementioned offer was published on October 11, 2014 in The Financial Express (English – All Editions), Jansatta (Hindi – All Editions) and Navshakti (Marathi – Mumbai Edition).

1	Name of the Target Company	BCB Finance Limited			
2	Name of the Acquirer(s) and PAC	Acquirer is CentrumDirect Limited (CDL) and there are no persons acting in concert (PAC) with the Acquirer.			
3	Name of the Manager to the Offer	Aryaman Financial Services Limited			
4	Name of the Registrar to the Offer	Purva Sharegistry (India) Private Limited			
5	**Offer Details**				
a	Date of Opening of the Offer	May 12, 2015 (Tuesday)			
b	Date of Closure of the Offer	May 25, 2015 (Monday)			
6	Last Date of Payment of Consideration	May 29, 2015 (Friday)			
7	**Details of Acquisition**	**Proposed in the Offer Document**		**Actuals**	
7.1	Offer Price	₹ 25.25		₹ 25.25	
7.2	Aggregate number of shares tendered	29,92,000		11,000	
7.3	Aggregate number of shares accepted	29,92,000		11,000	
7.4	Size of the Offer (Number of shares multiplied by offer price per share)	₹ 7,55,48,000		₹ 2,77,750	
		Number	**In %**	**Number**	**In %**
7.5	Shareholding of the Acquirer before Agreements / Public Announcement	Nil	Nil	Nil	Nil
7.6	Shares Acquired by way of Agreements#	60,00,000(1)	52.16%(1)	60,00,000(1)(2)	52.16%(1)(2)
7.7	Shares Acquired by way of Open Offer	29,92,000	26.01%	11,000	0.10%
7.8	Shares acquired after Detailed Public Statement	30,08,000(1)	26.15%(1)	30,07,995(1)	26.15%(1)
7.9	Post offer share holding of Acquirer	60,00,000(1)	52.16%(1)	60,00,000(1)(2)	52.16%(1)(2)
7.10	**Pre & Post offer shareholding of the Public (Other than Acquirer, Sellers and Current Promoter Group)**	**Pre Offer**	**Post Offer**	**Pre Offer**	**Post Offer**
	Number	29,92,000	Nil	29,92,000	29,81,000
	In %	26.01%	Nil	26.01%	25.92%

 # Includes acquisition by way of Open Offer.

Note:

(1) In terms of the SPA, the Acquirer had proposed to acquire upto a maximum of 60,00,000 Equity Shares constituting 52.16% of the Voting Equity Share Capital of the Target Company in two tranches, subject to the number of Equity Shares acquired in the Open Offer. In the first tranche, the Acquirer on February 03, 2015 and February 06, 2015 has acquired 30,07,995 Equity Shares constituting 26.15% of the Voting Equity Share Capital of the Target Company. All these shares were acquired at the price of ₹ 25.05 per share. Thereafter, subject to the number of Equity Shares acquired in the Open Offer, the Acquirer shall acquire such number of Equity Shares in the second tranche, to bring the Acquirer's aggregate shareholding to 52.16% of the Equity Share Capital.

(2) Accordingly after acquisition of 11,000 Equity Shares in the Open Offer, the Additional Sale Shares to be acquired i.e 29,81,005 Equity Shares constituting 25.92% of the Voting Equity Share Capital of the Target Company shall be acquired by the Acquirer, at anytime post the Open Offer completion but not later than 26 (twenty six) weeks from the expiry of the open offer period under the Takeover Code.

(3) Post transaction of Additional Sale Shares of the Target Company under the SPA:
- The Acquirer shall be the Promoter of the Target Company and will exercise control over the management and affairs of the Target Company;
- The Sellers will cease to be promoters of the Target Company and
- The Sellers along with current Promoter Group will continue to hold 25,21,585 Equity Shares constituting 21.92% of the Voting Equity Share Capital of the Target Company.

The capitalized terms not defined herein will have the same meaning as defined in the PA, DPS, Addendum and the Letter of Offer. All other terms and conditions of the Offer shall remain unchanged. This Post Offer Public Announcement is being issued in all the aforesaid newspapers in which the DPS was appeared.

The Acquirer along with its Directors jointly and severally accept full responsibility for the information contained in this Post Offer Advertisement and also for the obligations under the SEBI (SAST) Regulations, 2011 and subsequent amendments made thereof.

A copy of this Post Offer Advertisement will also be available on the SEBI website at www.sebi.gov.in, BSE website at www.bseindia.com and at the Registered Office of the Target Company.

ISSUED BY MANAGER TO THE OFFER FOR AND ON BEHALF OF THE ACQUIRER

ARYAMAN FINANCIAL SERVICES LIMITED
(CIN No.: L74899DL1994PLC059009)
60, Khatau Building, Alkesh Dinesh Modi Marg, Opp. P. J. Towers (BSE Building), Fort, Mumbai – 400 001.
Tel: 022 – 2261 8264 / 2261 8635; **Fax:** 022 – 2263 0434; **Website:** www.afsl.co.in;
Email: info@afsl.co.in; **Contact Person:** Mr. Deepak Biyani

Place: Mumbai **Date: June 03, 2015**