

POST-BUYBACK PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF EQUITY SHAREHOLDERS / BENEFICIAL OWNERS OF EQUITY SHARES OF BSE LIMITED

This post-buyback public announcement ("Post-Buyback Public Announcement") is being made in accordance with Regulation 24(vi) and other applicable provisions of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, including any statutory amendment(s), modification(s) or re-enactment(s) thereof for the time being in force ("SEBI Buyback Regulations") regarding completion of the Buyback.

This Post-Buyback Public Announcement should be read in conjunction with the public announcement dated September 1, 2023, and published on September 4, 2023 ("Public Announcement"), the letter of offer dated September 15, 2023 and filed with the Securities and Exchange Board of India ("SEBI") on September 18, 2023 ("Letter of Offer") in connection with the Buyback. Unless specifically defined herein, capitalised terms and abbreviations used herein shall have the same meaning as ascribed to them in the Public Announcement and the Letter of Offer.

1. THE BUYBACK

- The Board of Directors of BSE Limited at its meeting held on Thursday, July 6, 2023, and the shareholders, by way of special resolution dated Thursday, August 31, 2023 in the eighteenth annual general meeting, the results of which were declared on Thursday, August 31, 2023, originally approved the buyback of up to 45,93,137 (Forty Five Lakhs Ninety Three Thousand One Hundred and Thirty Seven only) Equity Shares (the "Original Quantum of Buyback Shares") (representing 3.39% of the total number of Equity Shares in the total paid-up equity capital of the Company as on March 31, 2023), from the shareholders/ beneficial owners of Equity Shares of the Company as on the Record Date, being Thursday, September 14, 2023, on a proportionate basis, through the "tender offer" process as prescribed under the SEBI Buyback Regulations, at a price of INR 816/- (Indian Rupees Eight Hundred and Sixteen only) per Equity Share (the "Original Buyback Offer Price"), payable in cash, for an aggregate maximum amount of INR 374,80,00,000/- (Indian Rupees Three Hundred Seventy Four Crore and Eighty Lakhs only) excluding Transaction Costs (the "Buyback Offer Size").
- The Board, in accordance with Regulation 5(via) of the SEBI Buyback Regulations, at its meeting held on Friday, September 1, 2023, approved an increase in the offer price for the Buyback from the Original Buyback Offer Price (i.e., INR 816/- per Equity Share) to INR 1,080/- (Indian Rupees One Thousand and Eighty only) per Equity Share (the "Revised Buyback Offer Price") and accordingly decreased the number of Equity Shares that are proposed to be bought back in the Buyback from the Original Quantum of Buyback Shares (i.e., 45,93,137 Equity Shares) to 34,70,370 (Thirty Four Lakhs Seventy Thousand Three Hundred and Seventy only) Equity Shares (the "Revised Quantum of Buyback Shares", which represents 2.56% of the total number of Equity Shares in the total paid-up equity capital of the Company as on March 31, 2023), such that there is no change in the Buyback Offer Size.
- The Buyback Offer Size represented 25.00% and 19.64% of the aggregate of the Company's fully paid-up equity capital and free reserves as per the audited standalone financial statements and audited consolidated financial statements of the Company for the year ended March 31, 2023, respectively, (the latest standalone and consolidated audited financial statements available as on the date of the Board Meeting, recommending the proposal of the Buyback). The number of Equity Shares bought back constituted 0.06% of the total number of Equity Shares in the total paid-up equity capital of the Company as of March 31, 2023.
- The Company had adopted the Tender Offer route for the purpose of Buyback. The Buyback was implemented through the "Mechanism for acquisition of shares through Stock Exchange", as provided under the SEBI Buyback Regulations and circular no. CIR/CFD/ POLICYCELL/1/2015 dated April 13, 2015 read with circular no. CFD/DCR/2/ CIR/P/2016/131 dated December 09, 2016, circular no. SEBI/HO/CFD/DCR-III/CIR/P/2021/615 dated August 13, 2021 and circular bearing number SEBI/HO/CFD/PoD-2/P/ CIR/2023/35 dated March 08, 2023, issued by the SEBI. National Stock Exchange of India Limited ("NSE"), being the only stock exchange where the Equity Shares of the Company are listed, was the designated stock exchange.
- The Buyback Opening Date was Thursday, September 21, 2023, and the Buyback Closing Date was Wednesday, September 27, 2023.

2. DETAILS OF THE BUYBACK

- 86,532 (Eighty Six Thousand Five Hundred and Thirty Two only) Equity Shares were bought back pursuant to the Buyback, at a price of INR 1,080/- (Indian Rupees One Thousand and Eighty only) per Equity Share.
- The total amount utilized in the Buyback was INR 9,34,54,560/- (Indian Rupees Nine Crore Thirty Four Lakhs Fifty Four Thousand Five Hundred and Sixty only), excluding Transaction Costs.
- The Registrar to the Buyback i.e., KFin Technologies Limited ("Registrar"), considered a total of 271 valid bids for 86,532 Equity Shares in response to the Buyback. The details of the valid bids considered by the Registrar are as follows:

Category	Number of Equity Shares reserved in the Buyback	Number of valid bids	Total Equity Shares validly Tendered	Response (%)
Reserved Category for Small Shareholders	5,20,556	205	5,622	1.08
General Category for all other Eligible Shareholders	29,49,814	66	80,910	2.74
Total	34,70,370	271	86,532	2.49

- All valid bids were considered for the purpose of Acceptance in accordance with the SEBI Buyback Regulations and the Letter of Offer. The communication of acceptance / rejection has been dispatched by the Registrar, via email, to the relevant Eligible Shareholders on October 4, 2023. In cases where email IDs were not registered with the Company or depositories, physical letters of acceptance / rejection have been dispatched to the Eligible Shareholders by the Registrar and the same has been completed by October 5, 2023.
- The settlement of accepted bids was completed by NSE Clearing Limited ("NSE Clearing") on October 4, 2023. NSE Clearing has made direct funds pay-out to Eligible Shareholders whose Equity Shares have been accepted under the Buyback. If bank account details of any Eligible Shareholders were not available or if the funds transfer instruction was rejected by the Reserve Bank of India / relevant bank(s), due to any reasons, then the amount payable to the concerned shareholder was transferred to the Shareholder's Broker for onward transfer to the Eligible Shareholder.
- Demat Shares accepted under the Buyback were transferred to the Company Demat Account on October 4, 2023. The unaccepted Demat Shares, if any, have been returned to respective Eligible Shareholders / Shareholders brokers / custodians and lien has been removed by NSE Clearing on October 4, 2023. No Physical Shares were validly tendered in the Buyback.
- The extinguishment of 86,532 (Eighty Six Thousand Five Hundred and Thirty Two only) Equity Shares accepted under the Buyback, comprising of 86,532 Demat Shares is currently under process and shall be completed in accordance with the SEBI Buyback Regulations on or before October 13, 2023.

3. CAPITAL STRUCTURE AND SHAREHOLDING PATTERN

- The capital structure of the Company before and after the completion of the Buyback is set forth below:

Particulars	Pre-Buyback*	Post completion of the Buyback
Authorised share capital	₹ 30,000.00 lakhs (150,00,00,000 Equity Shares of ₹ 2/- each)	₹ 30,000.00 lakhs (150,00,00,000 Equity Shares of ₹ 2/- each)
Issued share capital**	₹ 2,748.26 lakhs (13,74,12,891 Equity Shares of ₹ 2/- each)	₹ 2,746.53 lakhs (13,73,26,359 Equity Shares of ₹ 2/- each)#
Subscribed and paid-up share capital	₹ 2,709.26 lakhs (13,54,62,891 Equity Shares of ₹ 2/- each)	₹ 2,707.53 lakhs (13,53,76,359 Equity Shares of ₹ 2/- each)#

*As on the Record Date, as mentioned in the Letter of Offer.

**There is difference of 19,50,000 equity shares in issued and paid-up capital of the Company since the said equity shares have been kept in abeyance, on account of various regulatory reasons.

#Subject to extinguishment of 86,532 Equity Shares.

- Details of Eligible Shareholders from whom Equity Shares exceeding 1% of the total Equity Shares were bought back under the Buyback are as under:

Sr. No.	Name of Shareholder	Number of Equity Shares Accepted Under the Buyback	Equity Shares Accepted as a % of Total Equity Shares Bought Back	Equity Shares Accepted as a % of Total Post Buyback Equity Capital of the Company#
1.	B Lodha Securities Limited	30,000	34.67	0.02
2.	BJD Securities Private Limited	18,000	20.80	0.01
3.	Ankit Bhati	10,000	11.56	0.01
4.	Rekha Saraf	4,378	5.06	Negligible
5.	Kedia Shares & Stocks Brokers Limited	3,900	4.51	Negligible
6.	Nagaraja Vishnu Nayak	1,728	2.00	Negligible
7.	Ketan Jawrilal Jain	1,500	1.73	Negligible
8.	Sabhajeet S Giri	1,322	1.53	Negligible
9.	Chirag Mahendrabhai Baldev	990	1.14	Negligible

#Subject to extinguishment of 86,532 Equity Shares.

- The shareholding pattern of the Company before and after completion of the Buyback is set out below:

Category of Shareholder	Pre-Buyback*		Post-Buyback#	
	Number of Equity Shares	% to the existing Equity Share capital	Number of Equity Shares	% to the post-Buyback Equity Share Capital
Promoters and members of the promoter group, and persons acting in concert (collectively "the Promoter")	0	0	0	0
Foreign Investors (including Non-Resident Indians / FIIs / Foreign Mutual Funds)	1,88,00,464	13.88	13,53,76,359	100.00
Financial Institutions / Banks / Banks & Mutual Funds promoted by Banks / Institutions	1,84,71,921	13.63		
Others (Public, Public Bodies Corporate, etc.)	9,81,90,506	72.49		
Total	13,54,62,891	100.00	13,53,76,359	100.00

*As on the Record Date, as mentioned in the Letter of Offer.

#Subject to extinguishment of 86,532 Equity Shares.

4. MANAGER TO THE BUYBACK

Nuvama Wealth Management Limited (Formerly known as Edelweiss Securities Limited)

801 - 804, Wing A, Building No 3, Inspire BKC, G Block, Bandra Kurla Complex, Bandra East, Mumbai – 400 051
Tel No.: +91 22 4009 4400
Contact Person: Lokesh Shah
Email: BSE@nuvama.com; Website: www.nuvama.com
SEBI Registration No.: INM000013004
CIN: U67110MH1993PLC344634



5. DIRECTORS' RESPONSIBILITY

In terms of Regulation 24(i)(a) of the Buyback Regulations, the Board of Directors accepts responsibility for all the information contained in this Post-Buyback Public Announcement and confirms that it contains true, factual and material information and does not contain any misleading information. This Post-Buyback Public Announcement is issued under the authority of the Board and in terms of the resolution passed by the Buyback Committee through circular resolution on October 5, 2023.

For and on behalf of the Board of Directors of

BSE LIMITED

Sd/-
Sundaramaram Ramamurthy
Managing Director & CEO
DIN: 05297538
Place: New York

Sd/-
Umakant Jayaram
Public Interest Director
DIN: 08334815
Place: Mumbai

Sd/-
Vishal Bhat
Company Secretary and Compliance Officer
Membership No.: A41136
Place: Mumbai

Date: October 5, 2023