

# SAFFRON

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## Saffron Capital Advisors Private Limited

605, Sixth Floor, Centre Point, Andheri Kurla Road,

J. B. Nagar, Andheri (East), Mumbai - 400 059.

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CIN No. U67120MH2007PTC166711

**September 15, 2017**

To,  
Listing Department  
**BSE Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai – 400 001, India

**SCRIP CODE: 532923**

Dear Sir,

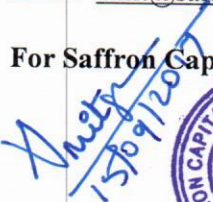
**Sub: Buyback of 2,00,000 equity shares of face value Rs. 10 each for cash at a price of Rs. 250 per equity share for cash aggregating upto Rs. 5,00,00,000 (Rupees Five Crores only) pursuant to regulation 5(1), 5(A) and 8(1) of extant SEBI (Buyback of Securities) Regulations, 1998, (including its amendments), (“SEBI Regulations”) through Tender Offer route, (“Buyback Offer”) by Renaissance Jewellery Limited, (“Company”)**

We have been appointed as ‘Manager’ to the captioned Buyback Offer by the Company. The Buyback Offer of the Company which opened on **August 21, 2017** was closed on **September 04, 2017**. Pursuant to regulation 19(7) of the SEBI Regulations, the post Offer Public Announcement was published today, on September 15, 2017. In this regard, we are enclosing the following for your kind reference and records:

1. A copy of Post Offer Public Announcement dated September 14, 2017, (“PA”) duly signed by two Directors of the Company.
2. Soft copy of Public Announcement in compact disk

In case of any clarification required, please contact the undersigned on (D) 022 4082 0914, Email- [amit@saffronadvisor.com](mailto:amit@saffronadvisor.com)

For Saffron Capital Advisors Private Limited

  
**Amit Wagle**  
Vice President  
Equity Capital Markets



Encl: a/a



# RENAISSANCE JEWELLERY LIMITED

Company Identification Number: L36911MH1989PLC054498

Registered Office: Plot No 36A & 37, SEEPZ- SEZ, Andheri (East), Mumbai- 400096, India; Tel. No.: +9122 4055 1200; Fax No.: +91 22 2829 2146/ 6693 8457; Email: shyam.walavalkar@renjewellery.com; Website: www.renjewellery.com; Contact Person: Ghanashyam Walavalkar, Company Secretary & Compliance Officer.

## POST BUYBACK PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE SHAREHOLDERS / BENEFICIAL OWNERS OF EQUITY SHARES OF RENAISSANCE JEWELLERY LIMITED

- This information is being published pursuant to Regulation 19 (7) of the SEBI (Buy-Back of Securities) Regulations, 1998, as amended in connection with the offer by Renaissance Jewellery Limited (the "Company") for buyback ("the Buyback") of 2,00,000 fully paid-up Equity Shares of face value Rs.10 each ("Shares" or "Equity Shares") from the existing shareholders / beneficial owners of Equity Shares of the Company, on a proportionate basis, through the tender offer process, in accordance with the provisions contained in Article 29 of the Articles of Association of the Company, Sections 68, 69, 70 and all other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the provisions contained in the Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 as amended from time to time ("Buyback Regulations") subject to approval/s as may be necessary, from statutory authorities including but not limited to Securities and Exchange Board of India ("SEBI"), Stock Exchanges, Reserve Bank of India (the "RBI"), etc. at a price of Rs. 250 per Equity Share ("Buyback Price") payable in cash, for an aggregate maximum amount of Rs. 5,00,00,000 (Rupees Five crores only). The Buyback Size represents 1.20% of the aggregate of Company's paid-up Equity Share Capital and Free Reserves as on March 31, 2017 which stands at Rs. 4,16,28,67,000.
- This has reference to the Public Announcement dated May 31, 2017 (the "PA") and the Letter of Offer dated August 04, 2017 (the "LOF") in connection with the Buyback.
- The Buyback offer was open from Monday, August 21, 2017 to Monday, September 04, 2017.
- The Company has completed buyback process and has accepted a total of 2,00,000 Shares at a price of Rs. 250/- per share. 14 applications were made by NRI and/or FI shareholders.

The total amount invested along with number of shares accepted in the Buyback is as below:

| Particulars   | No. of shares accepted | Buyback consideration ( In Rupees Lacs) |
|---|------------------------|---|
| Shares accepted and payments dispatched by the Company/Company's Broker | 2,00,000               | 5,00,00,000                             |
| <b>Total</b>  | <b>2,00,000</b>        | <b>5,00,00,000</b>                      |

- # The details of valid applications received by the Registrar to the Buyback, i.e. Link Intime India Private Limited are as follows:

| Particulars                              | Valid Applications | Total shares tendered | No. of shares reserved in Buyback | % response [a]/[b]% |
|--|--------------------|-----------------------|-----------------------------------|---------------------|
|  |                    | [a]                   | [b]                               | [c]                 |
| Reserved category for Small Shareholders | 1,418              | 2,80,181              | 30,000                            | 933.94              |
| General category of other shareholders   | 112                | 4,54,419              | 1,70,000                          | 267.31              |
| <b>Total</b>                             | <b>1,530</b>       | <b>7,34,600</b>       | <b>2,00,000</b>                   | <b>367.30</b>       |

# As per the certificate dated September 14, 2017 received from Link Intime India Private Limited

All valid applications were considered for the purpose of Acceptance in accordance with the Buyback Regulations and Clauses 19 & 20 of the LOF. The communication of acceptance/ rejection has been dispatched by the Registrar on September 14, 2017, as per the certificate dated September 14, 2017 issued by Link Intime India Private Limited.

- 6 invalid applications for 1255 equity shares were rejected. Except as aforesaid there were no other instances of shares tendered with invalid applications.
- 5,34,600 validly tendered excess equity shares were returned.
- Demat Equity Shares accepted under the Buyback Offer were transferred to the Company's demat escrow account on September 13, 2017. The unaccepted demat Equity Shares were returned to respective Seller Members / custodians by the Clearing Corporation of BSE Limited on September 13, 2017.
- The settlement of all valid bids was completed by the Clearing Corporation of BSE Limited on September 13, 2017. The funds in respect of accepted Equity Shares were paid out to the respective Seller Members / custodians.
- The extinguishment of 2,00,000 Shares in dematerialized form accepted pursuant to the Buyback shall be completed latest by September 27, 2017.

- \* Details of shareholders from whom Equity Shares exceeding 1% of the total Equity Shares accepted for buyback are as mentioned below:

| Sr. No. | Name of the Shareholders | Number of Equity Shares Accepted for Buyback | % of total Equity Shares Accepted for Buyback \$ | % of total Equity Shares Accepted for Buyback to total Post-Buyback Equity Shares \$\$ |
|---------|--------------------------|--|--|--|
| 1.      | Hitesh Mahendra Shah     | 14,779                                       | 7.39   | 0.08   |
| 2.      | Sumit Niranjana Shah     | 43,083                                       | 21.54  | 0.23   |
| 3.      | Amit Chandrakant Shah    | 7,389  | 3.69   | 0.04   |
| 4.      | Bhupen Chandrakant Shah  | 7,389  | 3.69   | 0.04   |
| 5.      | Niranjana Amritlal Shah  | 29,560                                       | 14.78  | 0.16   |
| 6.      | Kalpna Niranjana Shah    | 6,845  | 3.42   | 0.04   |
| 7.      | Sumit N Shah             | 26,928                                       | 13.46  | 0.14   |
| 8.      | Pinky Dhiren Shah        | 11,824                                       | 5.91   | 0.06   |
| 9.      | Shrenik Manharlal Shah   | 2,531  | 1.27   | 0.01   |
| 10.     | Shrenik Manharlal Shah   | 2,586  | 1.29   | 0.01   |
| 11.     | Parag Sureshchandra Shah | 2,272  | 1.14   | 0.01   |

#As per the certificate dated September 14, 2017 received from Link Intime India Private Limited

\$ 2,00,000 equity shares accepted for Buyback

\$\$ 1,88,79,440 equity shares post Buyback

- The Capital structure of the Company, pre and post Buyback is as under:

(INR)

| Parameters  | Pre and Post-Buyback |
|---|----------------------|
| Authorized Share Capital- 2,70,00,000 Equity Shares of Rs.10 each | 27,00,00,000         |

(INR)

| Particulars                  | Pre-Buyback   | Post-Buyback  |
|------------------------------|---|---|
| Paid-Up Equity Share Capital | 19,07,94,400<br>(comprising of 1,90,79,440 fully paid-up Equity Shares of face value Rs. 10 each) | 18,87,94,400<br>(comprising of 1,88,79,440 fully paid-up Equity Shares of face value Rs. 10 each) |

- The Shareholding Pattern of the Company, pre and post Buy Back is as under:

| Category of Shareholder     | No. of Shares Pre-Buyback | % to the existing Equity Share capital Pre-Buyback | No. of Shares- Post-Buyback | % to the existing Equity Share capital Post-Buyback |
|-----------------------------|---------------------------|--|-----------------------------|---|
| Promoter and Promoter Group | 1,43,09,580               | 75.00  | 1,41,61,775                 | 75.01   |
| Public                      | 47,69,860                 | 25.00  | 47,17,665                   | 24.99   |
| <b>Total</b>                | <b>1,90,79,440</b>        | <b>100.00</b>                                      | <b>1,88,79,440</b>          | <b>100.00</b>                                       |

THERE IS NO CHANGE IN THE CONTROL OF THE COMPANY.

- MANAGER TO THE BUYBACK



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SAFFRON CAPITAL ADVISORS PRIVATE LIMITED

605, Sixth Floor, Centre Point, Andheri-Kurla Road, J. B. Nagar, Andheri (East), Mumbai - 400 059

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Email id: buybacks@saffronadvisors.com, Website: www.saffronadvisors.com

Investor grievance: investor@grievance@saffronadvisors.com

SEBI Registration Number: INM000011211

Contact Person: Amit Wagle/Harshika Thakkar

The Board of Directors of the Company accepts responsibility for all the information contained in this Post Buyback Public Announcement. Terms used but not defined in this Post Buyback Public Announcement shall have the same meaning as assigned in the PA and LOF.

For and on behalf of the Board of Directors of

RENAISSANCE JEWELLERY LIMITED

Niranjana Shah  
Chairman Managing

Hitesh Shah  
Director

Ghanashyam Walavalkar  
Company Secretary

Place: Mumbai  
Date: September 14, 2017

Size 16x34cm