



- 9.6.5 Upon placing the bid, the Shareholder Broker shall provide a Transaction Registration Slip (TRS) generated by the Exchange Bidding System to the Shareholder. TRS will contain the details of order submitted like Bid ID No., Application No., DP ID, Client ID, No. of Equity Shares tendered etc.
- 9.7 Procedure to be followed by registered Shareholders holding Equity Shares in the Physical form:
- 9.7.1 Shareholders who are holding physical Equity Shares and intend to participate in the Buyback will be required to approach the Shareholder Broker along with the complete set of documents for verification procedures to be carried out before the placement of the bid. Such documents shall include the (i) original share certificate(s), (ii) valid share transfer form(s) duly filled and signed by the transferors (i.e. by all registered shareholders in same order and as per the specimen signatures registered with the Company) and duly witnessed at the appropriate place authorizing the transfer in favor of the Company, (iii) self-attested copy of the shareholder's PAN Card, (iv) any other relevant documents such as power of attorney, corporate authorization (including board resolution/specimen signature), notarized copy of death certificate and succession certificate or probated will, if the original shareholder has deceased, etc., as applicable. In addition, if the address of the Shareholder has undergone a change from the address registered in the Register of Members of the Company, the Shareholder would be required to submit a self-attested copy of address proof consisting of any one of the following documents: valid Aadhar Card, Voter Identity Card or Passport.
- 9.7.2 Based on these documents, the concerned Shareholder Broker shall place the bid on behalf of Shareholder holding Equity Shares and those who intend to tender Equity Shares in the Buyback, using the acquisition window of BSE. Upon placing the bid, the Shareholder Broker shall provide a TRS generated by the Exchange Bidding System to the Shareholder. TRS will contain the details of order submitted like Folio No., Certificate No., Distinctive No., No. of Equity Shares tendered etc.
- 9.7.3 Any Shareholder Broker/Shareholder who places a bid for physical Equity Shares, is required to deliver the original share certificate(s) & documents (as mentioned in Paragraph 9.7.1 above) along with TRS either by registered post or courier or hand delivery to the Registrar and Transfer Agent ('RTA') (at the address mentioned in Clause 11 below within 2 (two) days of bidding by Shareholder Broker. The envelope should be super scribed as 'FDC Limited-Buyback 2018'. One copy of the TRS will be retained by RTA and it will provide acknowledgement of the same to the Shareholder Broker/Shareholder.
- 9.7.4 Shareholders holding physical Equity Shares should note that physical Equity Shares will not be accepted unless the complete set of documents is submitted. Acceptance of the physical Equity Shares for Buyback by the Company shall be subject to verification as per the SEBI Buyback Regulations and any further directions issued in this regard. RTA will verify such bids based on the documents submitted on a daily basis and till such time BSE shall display such bids as 'unconfirmed physical bids'. Once, RTA confirms the bids it will be treated as 'Confirmed Bids.'
- 9.8 Modification/cancellation of orders will be allowed during the tendering period of the Buyback.
- 9.9 The cumulative quantity tendered shall be made available on the website of BSE - www.bseindia.com throughout the trading session and will be updated at specific intervals during the tendering period.
- 9.10 Method of Settlement**  
Upon finalization of the basis of acceptance as per SEBI Buyback Regulations:
- 9.10.1 The settlement of trades shall be carried out in the manner similar to settlement of trades in the secondary market.

- 9.10.2 The Company will pay the consideration to the Company's Broker on or before the pay-in date for settlement. For Equity Shares accepted under the Buyback, the Shareholder Broker will receive funds payout in their settlement bank account.
- 9.10.3 The Equity Shares bought back in the demat form would be transferred directly to the escrow account of the Company (the "Demat Escrow Account") provided it is indicated by the Company's Broker or it will be transferred by the Company's Broker to the Demat Escrow Account on receipt of the Equity Shares from the clearing and settlement mechanism of BSE.
- 9.10.4 Excess demat Equity Shares or unaccepted demat Equity Shares, if any, tendered by the Shareholders would be returned to the Shareholder Broker by Clearing Corporation in payout. Any excess physical Equity Shares pursuant to proportionate acceptance/rejection will be returned back to the Shareholders directly by RTA to the Buyback offer.
- 9.10.5 The Shareholder Broker would issue contract note and pay the consideration for the Equity Shares accepted under the Buyback and return the balance unaccepted Equity Shares to their respective clients. Company Broker would also issue a contract note to the Company for the Equity Shares accepted under the Buyback.
- 9.10.6 Shareholders who intend to participate in the Buyback should consult their respective Shareholder Broker for payment to them of any cost, charges and expenses (including brokerage) that may be levied by the Shareholder Broker upon the selling Shareholders for tendering Equity Shares in the Buyback (secondary market transaction). The Buyback consideration received by the selling Shareholders from their respective Shareholder Broker, in respect of accepted Equity Shares, could be net of such costs, charges and expenses (including brokerage) and the Company accepts no responsibility to bear or pay such additional cost, charges and expenses (including brokerage) incurred solely by the selling Shareholders.
- 9.11 The Equity Shares lying to the credit of the Demat Escrow Account and the Equity Shares bought back and accepted in physical form will be extinguished in the manner and following the procedure prescribed in the SEBI Buyback Regulations.
- 10. Compliance Officer**  
Investor may contact the Compliance Officer for any clarification or to address their grievances, if any, during 10:00 a.m. to 5:00 p.m. on all working days except Saturday, Sunday and Public holidays.  
Name : Ms. Varsharani Katre  
Designation : Company Secretary  
Address : 142-48, S. V. Road, Jogeshwari (West), Mumbai - 400102, Maharashtra  
Tel : +91 22 3071 9215  
Fax : +91 22 2678 8123  
Email : varsharani.katre@dcindia.com
- 11. Registrar to the Offer and Investor Service Centre**  
In case of any query, the Eligible Shareholders may also contact the Registrar & Share Transfer Agent of the Company during working hours i.e. 10:00 a.m. to 5:00 p.m. on all working days at the following address except Saturday, Sunday and Public holidays.

Name : **Sharex Dynamic (India) Private Limited**  
Address : Unit-1, Luthra Industrial Premises, Safed Pool, Andheri Kurla Road, Andheri (East), Mumbai- 400 072  
Tel. : +91 22 2851 5606/ 44  
Fax : +91 22 2851 2885  
Contact Person : Mr. K C Ajit Kumar  
E-mail : sharexindia@vsnl.com  
Website : www.sharexindia.com  
SEBI Registration No. : INR000002102

**12. Manager to the Buyback**

The Company has appointed Resurgent India Limited as the Manager to the Buyback and their contact details are given below:



Name : **Resurgent India Limited**  
Address : Unit No. 903-906, 9th Floor, Tower-C, Unitech Business Zone, Nirvana Country, Sector-50, Gurgaon - 122018  
Tel. : +91 124 475 4550  
Fax : +91 124 475 4584  
Contact Person : Sudhir Chandi  
E-mail : sudhir.chandi@resurgentindia.com  
Website : www.resurgentindia.com  
SEBI Registration No. : INM000012144

**13. Directors' Responsibility**

As per Regulation 19(1)(a) of the SEBI Buyback Regulations, the Board of Directors of the Company accept full responsibility for the information contained in this Public Announcement and confirms that such document contains true, factual and material information and does not contain any misleading information.

**For and on behalf of the Board of Directors of  
FDC Limited**

Sd/- <b>Mohan Anand Chandavarkar</b> Managing Director (DIN: 00043344)	Sd/- <b>Ashok Anand Chandavarkar</b> Wholetime Director (DIN:00042719)	Sd/- <b>Varsharani Katre</b> Company Secretary & Compliance Officer
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Place : Mumbai  
Date : February 08, 2018

PRESSMAN

Ad size: 33 cm x 12 cm