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COMMON BID CUM APPLICATION FORM	CENTRAL DEPOSITORY SERVICES (INDIA) LIMITED - INITIAL PUBLIC OFFER - NR	FOR NON-RESIDENT INDIANS, FVCIS, FIIS, THEIR SUB-ACCOUNTS (OTHER THAN SUB-ACCOUNTS WHICH ARE FOREIGN CORPORATE(S) OR FOREIGN INDIVIDUALS BIDDING UNDER THE QIB), FPIS, ON A REPATRIATION BASIS
	Registered and Corporate Office: 17 th Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001, Maharashtra, India Telephone: +91 (22) 2272 3333; Facsimile: +91 (22) 2272 2072 Company Secretary & Compliance Officer: Nirogi Venkata Sesha Pavan Kumar Email: cds.ipo@cdslindia.com; Website: www.cdslindia.com Corporate Identity Number: U67120MH1997PLC112443	

TO, The Board of Directors CENTRAL DEPOSITORY SERVICES (INDIA) LIMITED	100% BOOK BUILT OFFER	Bid cum Application Form No.
	ISIN : INE736A01011	

SYNDICATE MEMBER'S STAMP & CODE	REGISTERED BROKER/SCSB/CDP/RTA STAMP & CODE	1. NAME & CONTACT DETAILS OF SOLE / FIRST BIDDER Mr. / Ms./M/s. _____ Address _____ Email _____ Tel. No (with STD code) / Mobile _____
SUB-BROKER'S / SUB-AGENT'S STAMP & CODE	SCSB BRANCH STAMP & CODE	
BANK BRANCH SERIAL NO.	SCSB SERIAL NO.	
2. PAN OF SOLE / FIRST BIDDER		

3. BIDDER'S DEPOSITORY ACCOUNT DETAILS	<input type="checkbox"/> NSDL <input type="checkbox"/> CDSL	6. INVESTOR STATUS <input type="checkbox"/> Eligible NRIs applying on a Repatriation basis (NRIs) <input type="checkbox"/> FII or Sub-account not a Foreign Corporate/Foreign Individual (FIIs) <input type="checkbox"/> FII Sub-account Corporate/Individual (FIISA) <input type="checkbox"/> Foreign Venture Capital Investors (FVCI) <input type="checkbox"/> Registered multilateral and bilateral development financial institutions <input type="checkbox"/> Others (Please Specify) _____
For NSDL enter 8 digit DP ID followed by 8 digit Client ID / For CDSL enter 16 digit Client ID		

4. BID OPTIONS (ONLY RESIDENT RETAIL INDIVIDUAL BIDDERS CAN BID AT "CUT-OFF")										5. CATEGORY			
Bid Options	No. of Equity Shares Bid (In Figures) (Bids must be in multiples of Bid Lot as advertised)								Price per Equity Share (₹) / "Cut-off" (Price in multiples of ₹ 1/- only) (In Figures)				"Cut-off" (Please tick)
	8	7	6	5	4	3	2	1	Bid Price	Retail Discount	Net Price		
Option 1													<input type="checkbox"/> Retail Individual Bidder
(OR) Option 2													<input type="checkbox"/> Non-Institutional Bidder
(OR) Option 3													<input type="checkbox"/> QIBs

7. PAYMENT DETAILS	PAYMENT OPTION : FULL PAYMENT <input type="checkbox"/> PART PAYMENT <input checked="" type="checkbox"/>
Amount blocked (₹ in figures)	(₹ in words)

ASBA Bank A/c No.	
Bank Name & Branch	

I/WE (ON BEHALF OF JOINT BIDDERS, IF ANY) HEREBY CONFIRM THAT I/WE HAVE READ AND UNDERSTOOD THE TERMS AND CONDITIONS OF THIS BID CUM APPLICATION FORM THE COMPANYS PRELIMINARY OFFERING MEMORANDUM (THE PRIMARY OFFERING MEMORANDUM) AND THE ATTACHED ABRIDGED PROSPECTUS AND THE GENERAL INFORMATION DOCUMENT FOR INVESTING IN PUBLIC OFFERS ("GID") AND HEREBY AGREE AND CONFIRM THE 'BIDDERS UNDERTAKING' AS GIVEN OVERLEAF. I/WE (ON BEHALF OF JOINT BIDDERS, IF ANY) HEREBY CONFIRM THAT I/WE HAVE READ THE INSTRUCTIONS FOR FILLING UP THE BID CUM APPLICATION FORM GIVEN OVERLEAF.

I/We hereby acknowledge that the Equity Shares can only be dealt in by fit and proper persons in terms of the Depositories Regulations and I/we hereby confirm that I/we am/are a fit and proper person in terms of the Depositories Regulations.

8A. SIGNATURE OF SOLE / FIRST BIDDER	8B. SIGNATURE OF ASBA BANK ACCOUNT HOLDER(S) (AS PER BANK RECORDS)	SYNDICATE MEMBER / REGISTERED BROKER / SCSB / CDP / RTA STAMP (Acknowledging upload of Bid in Stock Exchange system)
	I/We authorise the SCSB to do all acts as are necessary to make the application in the Offer.	
	1) _____ 2) _____ 3) _____	
Date : _____ 2017		

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CENTRAL DEPOSITORY SERVICES (INDIA) LIMITED	Acknowledgement Slip for Syndicate Member/ Registered Broker/SCSB/ CDP/RTA	Bid cum Application Form No.
	INITIAL PUBLIC OFFER - NR	

DPID / CLID		PAN of Sole / First Bidder

Amount Blocked (₹ in figures)	ASBA Bank A/c No.	Stamp & Signature of SCSB Branch
Bank & Branch		
Received from Mr./Ms./M/s.		
Telephone / Mobile	Email	

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CENTRAL DEPOSITORY SERVICES (INDIA) LIMITED - INITIAL PUBLIC OFFER - NR	Option 1	Option 2	Option 3	Stamp & Signature of Syndicate Member / Registered Broker / SCSB / CDP / RTA	Name of Sole / First Bidder
	No. of Equity Shares				
	Bid Price				
	Amount Blocked (₹)				Acknowledgement Slip for Bidder
	ASBA Bank A/c No.				
Bank & Branch				Bid cum Application Form No.	



PLEASE FILL IN BLOCK LETTERS

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IN THE NATURE OF ABRIDGED PROSPECTUS - MEMORANDUM CONTAINING SALIENT FEATURES OF THE RED HERRING PROSPECTUS

BIDDER'S UNDERTAKING FOR BID CUM APPLICATION FORM

(IN CASE OF A JOINT APPLICATION, THE CONFIRMATIONS, AUTHORISATIONS, UNDERTAKINGS AND REPRESENTATIONS MADE BY THE FIRST BIDDER WILL BE DEEMED TO HAVE BEEN MADE ON BEHALF OF ALL JOINT BIDDERS. THE FIRST BIDDER SHALL BE LIABLE FOR ALL THE OBLIGATIONS ARISING OUT OF THE OFFER.)

On the basis of the red herring prospectus dated June 6, 2017 filed with the Registrar of Companies ("RHP"), General Information Document ("GID") and having studied the attached details as per the Abridged Prospectus, I/we hereby apply for Allotment to me/us of the Equity Shares in the Offer upto my/our Bids for maximum number of Equity Shares at or above the Offer Price, to be discovered through the Book Building Process. I/We hereby confirm that I am/we are eligible person(s) to invest in the Offer in accordance with applicable laws. The amount payable on Bidding has been blocked with SCSB. I/We agree to accept the Equity Shares Bid for, or such lesser number as may be allotted to me/us subject to the terms of the RHP, Abridged Prospectus, the GID, the Bid cum Application Form and other applicable laws. I/We undertake that I/we will sign all such other documents and do all such acts, if any, necessary on my/our part to enable me/us to be registered as the holder(s) of the Equity Shares which may be Allotted and to register my/our address as given in the depository records and to place my/our name on the register of members of the Company. I/We note that in case of QIB Bidders, only the (i) SCSBs (for Bids other than the Bids by Anchor Investors); and (ii) the Managers and their Syndicate Members (only in specified locations) and have the right to reject Bids (including on technical grounds) at the time of acceptance of Bid cum Application Form provided that the reasons for rejecting the same shall be provided to such Bidder in writing, whereas it has a right to reject it from Non-Institutional Bidders and Resident Retail Individual Bidders based only on technical grounds and/or as specified in the Abridged Prospectus, GID and the RHP. I/We authorise the Company to make the necessary changes in this Bid cum Application Form and the RHP for filing of the Prospectus with the Registrar of Companies, Maharashtra at Mumbai without intimation to me/us and use this Bid cum Application Form as the Application Form for the purpose of the Offer.

I/WE CONFIRM THAT: (a) I/ We and any customer I/We represent, am/are located outside the United States, as defined in Regulation S under the U.S. Securities Act of 1933, as amended (the "Securities Act"), and am/are not, and am/are not acquiring the Equity Shares for the account on behalf of, a U.S. Person (as defined in Regulations under the Securities Act) (U.S. Person) (b) I am / we are, or at the time the Equity Shares are purchased will be, the beneficial owner(s) of such Equity Shares and (c) I am/ We are either FPIs (investing under the PIS route in accordance with Schedule 2A of the FEMA Regulations) or FILs (investing under the PIS route in accordance with Schedule 2 of the FEMA Regulations)

FOR QIB BIDDERS: We confirm that the Bid size/maximum Equity Shares applied for by us do not exceed the relevant regulatory approvals / limits. I am/ We are not prohibited from accessing capital markets under any order/ruling/ judgment of any regulatory, judicial or any other authority, including SEBI or under the provisions of any law, regulation or statute.

Further: 1) In accordance with ASBA process provided in the ICDR Regulations and as disclosed in the RHP, I/we authorise (a) the members of the Syndicate (in Specified Locations only) or the Registered Brokers (at Broker Centers) or the SCSBs or the RTAs or the CDPs, as the case may be, to do all acts as are necessary to make the application in the Offer, including uploading my/our Bid, blocking or unblocking of funds in the bank account maintained with the SCSB as specified in the Bid Cum Application Form, transfer of funds to the Public Offer Account on receipt of instruction from Registrar to the Offer, after finalisation of Basis of Allotment; and (b) Registrar to the Offer to issue instruction to the SCSBs to unlock the funds in the specified bank account upon finalisation of the Basis of Allotment. 2) In case the amount available in the specified bank account is insufficient as per the highest Bid option, the SCSB shall reject the application. 3) I/We hereby authorise the members of the Syndicate (in Specified Locations only) or the Registered Brokers (at Broker Centres) or the SCSBs or CDPs or the RTAs, as the case may be, to make relevant revisions as may be required to be done in the Bid, in the event of a revision of the Price Band.

I/We undertake that my/our Bid will not result in my/our shareholding (either directly or indirectly and including existing shareholding, if any, either individually or together with persons acting in concert) exceeding 5% of the post-Offer paid-up equity share capital of the Company ("Equity Share Capital"). I/We undertake that in case my/our Bid is for such number of Equity Shares, as may result in my/our shareholding (either directly or indirectly and including existing shareholding, if any), either individually or together with persons acting in concert, exceeding 2% of the Equity Share Capital, I/we will seek an approval from SEBI for such acquisition within 15 days of such acquisition. In the event that I/we do not receive the requisite approvals from SEBI, I/we understand and acknowledge that my/our voting rights and all corporate benefits with respect to such shareholding shall be frozen and I/we undertake to forthwith divest any excess shareholding in the manner prescribed under applicable law. I/We hereby acknowledge that the Equity Shares can only be dealt in by fit and proper persons in terms of the Depositories Regulations and I/we hereby confirm that I/we am/are a fit and proper person in terms of the Depositories Regulations.

The FDI policy, read with the Depositories Regulations, limits the combined holding of all persons resident outside India in the equity share capital of a depository at 49% of its total paid up equity share capital. In terms of the FPI Regulations, the issue of Equity Shares to a single FPI or an investor group (which means the same set of ultimate beneficial owner(s) investing through multiple entities) must be below 10% of our post-Offer Equity Share capital, subject to the restrictions set out above. The aggregate limit for investment by FPIs in our Company is currently capped at 24% of our Company's share capital. In terms of the FEMA Regulations, for calculating the aggregate holding of FPIs in a company, holding of all registered FPIs as well as holding of FILs (being deemed FPIs) shall be included. As per existing regulations, OCBs cannot participate in the Offer. For further details see "Offer Procedure" and "Restrictions on Foreign Ownership of Indian Securities" on pages 504 and 499 of RHP.

INSTRUCTIONS FOR FILLING UP THE BID CUM APPLICATION FORM

- Name of sole/ First Bidder should be exactly the same as it appears in the depository records. In case of joint Bids, only the name of the First Bidder (which should also be the first name in which the beneficiary account is held) should be provided in the Bid cum Application Form.
- The First Bidder, should mention his/ her PAN allotted under the Income Tax Act, and any Bid cum Application Form without the PAN is liable to be rejected. Except for Bids by or on behalf of the Central or State Government and the officials appointed by the Courts and by investors residing in the state of Sikkim, the Bidders, or in the case of Bid in joint names, the First Bidder (the first name under which the beneficiary account is held), should mention his/ her PAN allotted under the Income Tax Act. Any Bid cum Application Form without the PAN is liable to be rejected.
- The Bid means an 'Indication to make an Offer' and not an 'Offer'
- Based on the PAN, DP ID and Client ID provided by the Bidders, the Registrar will obtain Demographic Details registered with Depository Participants to be used, among other things, for allotment, technical rejections or unblocking ASBA Account. Hence, Bidders are advised to immediately update any change in their Demographic Details as appearing on the records of the Depository Participant to ensure accuracy of records. Please note that failure to do so could result in failure in Allotment of Equity Shares, delays in unblocking of ASBA Account at the Bidders sole risk and neither the Syndicate or the Registered Brokers or the Registrar or RTAs/CDPs or the SCSBs nor the Company shall have any responsibility and undertake any liability for the same.
- Bid Lot and Price Band:** The Price Band and the Minimum Bid Lot will be decided by our Company and Selling Shareholders in consultation with the Managers, and will be advertised, in all editions of the English national newspaper Financial Express, all editions of Hindi national newspaper Jansatta and the Mumbai edition of Navsakti in Marathi (which are widely circulated English, Hindi and Marathi newspapers, respectively, Marathi being the regional language of Maharashtra, where our Registered Office is located), at least five Working Days prior to the Offer Opening Date and shall be made available to the National Stock Exchanges of India (NSE) for the purpose of uploading on their websites. In case of any revision to the Price Band, the Offer Period will be extended by at least three additional Working Days after such revision in the Price Band, subject to the Bid/Offer Period not exceeding 10 Working Days. Any revision in the Price Band and the revised Offer Period, if applicable, will be widely disseminated by notification to the NSE, by issuing a press release and also by indicating the changes on the websites of the Managers and on the terminals of the Syndicate Members. **Maximum and Minimum Bid Size:** In case of resident Retail Individual Bidders, such number of Equity Shares such that the Bid Amount does not exceed ₹ 200,000. Bids by Eligible Employees must be for such number of shares, so as to ensure that the Bid amount does not exceed ₹500,000. Bids at the Cut-Off Price indicate their agreement to purchase the Equity Shares at the Offer Price, as determined at the completion of the Book Building Process. In case of Non-Institutional Bidders and QIB Bidders, the minimum Bid size shall be such number of Equity Shares such that Bid Amount exceeds ₹ 200,000. The maximum Bid by any investor should not exceed the investment limits prescribed for them by applicable laws. For further details of restrictions in shareholding refer to "Offer Procedure" on page 504 of the RHP.
- Please tick Category as applicable to ensure proper upload of Bid in Stock Exchange system.
- Please tick investor status as applicable. Please ensure investor status is updated in your depository records.
- Total Bid Amount payable must be calculated for the highest of three options, at Bid price, at the time of the submission of the Bid cum Application Form. **Cheques/Demand Draft/Cash/stock invest/money orders/postal orders will not be accepted.**
- Only the First Bidder is required to sign the Bid cum Application Form/Revision Form. Thumb impressions and signatures other than in the languages specified in the Eighth Schedule to the Constitution of India must be attested by a Magistrate or a Notary Public or a Special Executive Magistrate under official seal. Signature of ASBA Account holder is mandatory. If the First Bidder is not the account holder, ensure that the Bid cum Application Form is signed by the account holder, (Necessary revisions in the Bidders undertaking and instruction will be required depending upon the jurisdiction in which the sale of shares is proposed.)
- Other Instructions:** a. Bids must be made only in the prescribed Bid cum Application Form. b. Bids must be completed in full, in BLOCK LETTERS in ENGLISH. Bidders should note that the members of the Syndicate, Registered Broker, CDPs, RTAs, and/or SCSBs will not be liable for errors in data entry due to incomplete or illegible Bid cum Application Forms. c. Ensure that all applicable documents in support of the Bid are attached with the Bid cum Application Form.
- The Bidders may note that in case the DP ID, Client ID and PAN mentioned in the Bid cum Application Form and entered into the electronic bidding systems of the Stock Exchanges do not match with the DP ID, Client ID and PAN available in the depository database, the Bid cum Application Form is liable to be rejected.
- This Bid cum Application Form may not be distributed in or into the United States or to U.S. Persons. The Equity Shares have not been and will not be registered under the Securities Act and may not be offered or sold, directly or indirectly, in the United States or to, or for the account or benefit of, U.S. Persons. The Company has not registered and does not intend to register under the U.S. Investment Company Act of 1940, as amended ("Investment Company Act") and investors will not be entitled to the benefits of the Investment Company Act. Accordingly, the Equity Shares are only being offered and sold outside the United States to non-U.S. Persons in "offshore transactions" in reliance on Regulation S under the Securities Act. By acquiring any Equity Share, each investor will be deemed to have represented, warranted, undertaken, acknowledged and agreed, among other things, that such investor is a non-U.S. Person acquiring the Equity Shares in an "offshore transaction" in accordance with Regulation S under the Securities Act, and that such investor will only offer, resell, pledge or otherwise transfer the Equity Shares in an "offshore transaction" in accordance with Regulation S under the Securities Act and under circumstances that will not require the Company to register under the Investment Company Act.
- You will be sent either the RHP or the Prospectus if you are in India and the Preliminary Offering Memorandum and the Final Offering Memorandum (if you are outside India and outside the United States and are not a U.S. Person) in each case either in physical form or electronic form or both. You may not distribute or forward these documents and these documents are subject to the disclaimers and restrictions contained in or accompanying them. This Common Bid cum Application Form is being issued to you on the basis that you (i) confirm that the representations, warranties, agreements and acknowledgements set out in (1) "Other Regulatory and Statutory Disclosures" and "Offer Procedure" sections of the RHP or (2) with respect to investors outside of India, the Preliminary Offering Memorandum, in each case are true and correct and (ii) agree to abide by (1) this Common Bid cum Application Form and (2) the RHP or with respect to investors outside of India, the Preliminary Offering Memorandum; in each case together with the terms and conditions contained therein.

Note : Terms used but not defined herein shall have the meaning assigned to such terms in the RHP. For detailed instructions for filling the various fields of this Bid cum Application Form, please refer to the GID, which is available on the websites of the Managers and Stock Exchange(s).

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- In case of queries in relation to Allotment/ credit of Allotted Equity Shares, the Bidders should contact Registrar to the Offer
- In case of Bids submitted to the SCSBs, the Bidders should contact the relevant SCSB
- In case of queries related to upload of Bids submitted to the Syndicate Members/RTAs/Registered Brokers/CDPs, as applicable the Bidders should contact the relevant Designated Intermediary.

COMPANY CONTACT DETAILS

CENTRAL DEPOSITORY SERVICES (INDIA) LIMITED
Registered and Corporate Office: 17th Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001, Maharashtra, India
Telephone: +91 (22) 2272 3333; **Facsimile:** +91 (22) 2272 2072
Company Secretary & Compliance Officer: Nirogi Venkata Sesha Pavan Kumar
Email: cdsi ipo@cdsindia.com; **Website:** www.cdsindia.com
Corporate Identity Number: U67120MH1997PLC112443

REGISTRAR CONTACT DETAILS

Link Intime India Private Limited
C 101, 247 Park, L B S Marg, Mumbai 400 078, India
Telephone: +91 (22) 4918 6000
Facsimile: +91 (22) 4918 6060
Email: cdsi.lpo@linkintime.co.in
Investor grievance id: cdsi.lpo@linkintime.co.in
Website: www.linkintime.co.in
Contact person: Shanti Gopalkrishnan
SEBI registration number: INR000004058

This is an abridged prospectus containing salient features of the red herring prospectus dated June 6, 2017 ("Red Herring Prospectus" / "RHP").

You are encouraged to read greater details available in the RHP.

THIS DOCUMENT CONSISTS OF FOUR PAGES OF APPLICATION FORM ALONG WITH INSTRUCTIONS AND SIX PAGES OF THE ABRIDGED PROSPECTUS. PLEASE ENSURE THAT YOU HAVE RECEIVED ALL THE PAGES.

Please ensure that you have read the RHP, the general instructions contained in this Abridged Prospectus and the General Information Document ("GID") for investing in public issues undertaken through the Book Building Process before applying in the Offer (as defined below). You may obtain a physical copy of the Bid cum Application Form and the RHP from the Stock Exchange(s), as applicable, members of the Syndicate, Registered Brokers, Collecting Depository Participants ("CDPs"), Registrar to the Offer, Registrar and Share Transfer Agents ("RTAs"), Underwriters, Bankers to the Offer, Stock Brokers, Investor's association and Self Certified Syndicate Banks ("SCSBs"). You may also download the RHP from the websites of the Securities and Exchange Board of India ("SEBI") at www.sebi.gov.in, the Global Co-ordinators and Book Running Lead Managers ("GCBRLMs") at www.axiscapital.co.in, www.edelweissfin.com, www.nomuraholdings.com/company/group/asia/india/index.html, and www.sbics.com and Book Running Lead Managers ("BRLMs") at www.htisec.com, www.idbicapital.com and www.yesinvest.in and National Stock Exchange of India Limited ("NSE") at www.nseindia.com. All capitalized terms used herein and not specifically defined shall have the same meaning as ascribed to them in the RHP. Bidders are advised to retain a copy of the RHP/Abridged Prospectus for their future reference.



CENTRAL DEPOSITORY SERVICES (INDIA) LIMITED

Registered and Corporate Office: 17th Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001, Maharashtra, India

Telephone: +91 (22) 2272 3333; **Facsimile:** +91 (22) 2272 2072

Company Secretary & Compliance Officer: Nirogi Venkata Seshu Pavan Kumar[#] **Email:** cdsl ipo@cdslindia.com; **Website:** www.cdslindia.com

Corporate Identity Number: U67120MH1997PLC112443

PROMOTERS OF OUR COMPANY: BSE LIMITED

INITIAL PUBLIC OFFERING OF UP TO 35,167,208 EQUITY SHARES OF FACE VALUE OF ₹ 10 EACH ("EQUITY SHARES") OF CENTRAL DEPOSITORY SERVICES (INDIA) LIMITED ("COMPANY" OR "ISSUER" OR "CDSL") FOR CASH AT A PRICE OF ₹ 10 PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF ₹ 10 PER EQUITY SHARE), AGGREGATING UP TO ₹ 10 MILLION THROUGH AN OFFER FOR SALE OF UP TO 27,217,850 EQUITY SHARES BY BSE LIMITED, UP TO 4,775,000 EQUITY SHARES BY STATE BANK OF INDIA, UP TO 2,174,358 EQUITY SHARES BY BANK OF BARODA AND UP TO 1,000,000 EQUITY SHARES BY THE CALCUTTA STOCK EXCHANGE ("OFFER"). THE OFFER COMPRISES A NET OFFER TO THE PUBLIC OF 34,467,208 EQUITY SHARES (THE "NET OFFER") AND A RESERVATION OF 700,000 EQUITY SHARES AGGREGATING UP TO ₹ 10 MILLION FOR SUBSCRIPTION BY ELIGIBLE EMPLOYEES (THE "EMPLOYEE RESERVATION PORTION"). THE OFFER SHALL CONSTITUTE UP TO 33.65% OF THE FULLY DILUTED POST-OFFER PAID-UP EQUITY SHARE CAPITAL OF OUR COMPANY AND THE NET OFFER TO THE PUBLIC WOULD CONSTITUTE 32.98% OF OUR POST-OFFER PAID-UP EQUITY SHARE CAPITAL.

THE FACE VALUE OF THE EQUITY SHARES IS ₹ 10 EACH. THE PRICE BAND WILL BE DECIDED BY OUR COMPANY AND THE SELLING SHAREHOLDERS IN CONSULTATION WITH THE MANAGERS AND THE MINIMUM BID LOT WILL BE DECIDED BY OUR COMPANY AND THE SELLING SHAREHOLDERS IN CONSULTATION WITH THE MANAGERS, AND ADVERTISED IN ALL EDITIONS OF FINANCIAL EXPRESS, ALL EDITIONS OF JANSATTA AND MUMBAI EDITION OF NAVSAKTI (WHICH ARE WIDELY CIRCULATED ENGLISH, HINDI AND MARATHI NEWSPAPERS, RESPECTIVELY, MARATHI BEING THE REGIONAL LANGUAGE OF MAHARASHTRA, WHERE OUR REGISTERED OFFICE IS LOCATED), AT LEAST FIVE WORKING DAYS PRIOR TO THE OFFER OPENING DATE IN ACCORDANCE WITH THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2009, AS AMENDED ("ICDR REGULATIONS") AND SUCH ADVERTISEMENT SHALL BE MADE AVAILABLE TO NATIONAL STOCK EXCHANGE OF INDIA LIMITED ("NSE") FOR THE PURPOSE OF UPLOADING ON ITS WEBSITE.

Details about the Basis for Offer Price will be available on the website(s) of the Stock Exchange(s), as applicable.

In case of a revision in the Price Band, the Offer Period will be extended by at least three additional Working Days after revision of the Price Band, subject to the Offer Period not exceeding 10 Working Days. Any revision in the Price Band and the revised Offer Period, if applicable, will be widely disseminated by notification to NSE, by issuing a press release and also by indicating the change on the websites of the Managers and at the terminals of the Syndicate Members.

PROCEDURE:

If you wish to know about processes and procedures applicable to public issues, you may request for a copy of GID from the Managers or download it from the websites of the NSE at www.nseindia.com, and the websites of the GCBRLMs at www.axiscapital.co.in, www.edelweissfin.com, www.nomuraholdings.com/company/group/asia/india/index.html, and www.sbics.com, BRLMs at www.htisec.com, www.idbicapital.com and www.yesinvest.in

ELIGIBILITY FOR THE OFFER – REGULATION 26(1) OF THE ICDR REGULATIONS

Whether the Company is compulsorily required to allot at least 75% of the Net Offer to Qualified Institutional Buyers – No

INDICATIVE TIMELINE

Offer Opening Date*	June 19, 2017	Initiation of refunds (if any, for Anchor Investors)/ unblocking of funds from ASBA Account	on or about June 29, 2017
Offer Closing Date	June 21, 2017	Credit of Equity Shares to demat accounts of Allottees	on or about June 29, 2017
Finalization of Basis of Allotment with NSE	on or before June 29, 2017	Commencement of trading of the Equity Shares on the NSE	on or before June 30, 2017

* The Company in consultation with the Managers, may consider participation by Anchor Investors in accordance with the ICDR Regulations. The Anchor Investor Bidding Date shall be one Working Day prior to the Offer Opening Date i.e. June 16, 2017.

The Board of Directors has, in their meeting dated June 6, 2017, taken on record the resignation of Nirogi Venkata Seshu Pavan Kumar, the Company Secretary & Compliance Officer, which will be effective on July 31, 2017. Our Company will appoint a Company Secretary & Compliance Officer upon his resignation; as required under provisions of applicable law.

GENERAL RISKS

Investment in equity and equity-related securities involves a degree of risk and Bidders should not invest any funds in the Offer unless they can afford to take the risk of losing their investment. Bidders are advised to read the Risk Factors carefully before taking an investment decision in the Offer. For taking an investment decision, Bidders must rely on their own examination of our Company and the Offer, including the risks involved. The Equity Shares offered in the Offer have not been recommended or approved by the Securities and Exchange Board of India ("SEBI"), nor does SEBI guarantee the accuracy or adequacy of the Red Herring Prospectus. Specific attention of the Bidders is invited to the section "Risk Factors" on page 17 of the Red Herring Prospectus and "Internal Risk Factors" on page 8 of this Abridged Prospectus.

PRICE INFORMATION OF PAST ISSUES HANDLED BY THE MANAGERS

Issue Name	Name of Merchant Banker	+/- % change in closing price, (+/- % change in closing benchmark)- 30th calendar days from listing	+/- % change in closing price, (+/- % change in closing benchmark)- 90th calendar days from listing	+/- % change in closing price, (+/- % change in closing benchmark)- 180th calendar days from listing
S Chand And Company Limited	Axis	-	-	-
Avenue Supermarts Limited	Axis, Edelweiss	+145.08%,-0.20%	-	-
BSE Limited	Axis, Edelweiss, Nomura, SBI Cap	+17.52%,-2.55%	+24.41%,-6.53%	-
Varun Beverages Limited	Axis	-7.72%,-5.17%	-9.36%,-3.01%	+10.60%,-9.02%
Endurance Technologies Limited	Axis	+16.06%,-6.69%	+ 23.78%,-2.84%	+73.98%,-5.55%
RBL Bank Limited	Axis, SBI Capital	+27.07%,-2.22%	+56.98%,-7.50%	+107.91%,-1.26%
Dilip Buildcon Limited	Axis	+5.11%,-3.20%	+1.53%,-0.57%	+22.12%,-2.43%
Housing and Urban Development Corporation Limited ¹	Nomura, IDBI Capital, SBI Cap	Not applicable	Not applicable	Not applicable
MEP Infrastructure Developers Limited	IDBI Capital	-15.71% (+0.42%)	-8.57% (+5.51%)	-13.49% (-0.57%)
Alkem Laboratories Limited ²	Nomura,	+30.34%, [-7.49%]	+28.60%, [-2.06%]	+31.91%, [4.74%]
Avenue Supermarts Limited	SBI Capital	+145.03%,-0.50%	-	-
Laurus Labs Limited	SBI Capital	+11.50%, [3.26%]	+23.36%, [11.92%]	-
HPL Electric & Power Limited	SBI Capital	-14.75%, [-2.91%]	-51.19%, [-6.72%]	-37.77%, [5.34%]
ICICI Prudential Life Insurance Company Limited	Edelweiss, SBI Capital	-7.60%, [+0.54%]	-11.54%, [-6.50%]	+12.31%, [+5.28%]
L&T Technology Services Limited	SBI Capital	-1.09%, [-1.39%]	-8.54%, [-8.72%]	-9.55%, [+3.28%]
Quess Corp Limited	Yes Securities	[+67.93%], [+0.83%]	[+94.59%], [+2.20%]	[+110.36%], [-3.34%]
Varun Beverages Limited	Yes Securities	[-5.00%], [-3.47%]	[-9.36%], [+3.01%]	[+10.60%], [+9.02%]
Sheela Foam Limited	Edelweiss	+30.23%,-0.31%	+48.39%,-8.02%	-
Thyrocare Technologies Limited	Edelweiss	+36.85%,-5.09%	+22.57%,-10.75%	+39.09%,-7.22%
Equitas Holdings Limited	Edelweiss	+34.64%,-2.05%	+57.91%,-7.79%	+63.77%,-7.69%
Healthcare Global Enterprises Limited	Edelweiss	-15.30%,-1.45%	-19.98%,-4.65%	-1.28%,-12.77%

Source: www.nseindia.com; www.bseindia.com

1. Price for retail individual bidders bidding in the retail portion and to eligible employees was INR58.00 per equity share

2. Price for eligible employees was INR950.00 per equity share

Notes: (a) Disclosure subject to recent 7 issues (Initial Public Offering) in current financial year and two preceding financial years by each Merchant Banker. (b) Based on date of listing. (c) % of change in closing price on 30th / 90th / 180th calendar day from listing day is calculated vs Issue price. % change in closing benchmark index is calculated based on closing index on listing day vs closing index on 30th/ 90th / 180th calendar day from listing day. (d) The 30th, 90th and 180th calendar day computation includes the listing day. If either of the 30th, 90th or 180th calendar days is a trading holiday, the next trading day is considered for the computation. We have taken the issue price to calculate the % change in closing price as on 30th, 90th and 180th day. We have taken the closing price of the applicable benchmark index as on the listing day to calculate the % change in closing price of the benchmark as on 30th, 90th and 180th day. (e) The Nifty 50 index is considered as the Benchmark Index unless otherwise specified. (f) The designated exchange for the issue has been considered for the price, benchmark index and other details. (g) Not Applicable – Period not completed.

Names and contact details of GCBRLMs

Axis Capital Limited Telephone: +91 (22) 4325 2183, Email: cdslipo@axiscap.in Investor grievance id: complaints@axiscap.in	Edelweiss Financial Services Limited Telephone: + 91 (22) 4009 4400, Email: cdsl.ipo@edelweissfin.com Investor grievance id: customerservice.mb@edelweissfin.com
Nomura Financial Advisory and Securities (India) Private Limited Telephone: +91 (22) 4037 4037, Email: cdslipo@nomura.com Investor grievance id: investorgrievances-in@nomura.com	SBI Capital Markets Limited Telephone: + 91 (22) 2217 8300, Email: cdsl@sbicaps.com Investor grievance id: investor.relations@sbicaps.com

Names and contact details of BRLMs

Haitong Securities India Private Limited Telephone: +91 (22) 4315 6856 Email: project.cdslipo@htisec.com Investor grievance id: India.Compliance@htisec.com	Yes Securities (India) Limited Telephone: +91 (22) 3347 7364 Email: cdsl.ipo@yesscuritiesltd.in Investor grievance id: igc@yesscuritiesltd.in	IDBI Capital Markets & Securities Limited (Formerly known as IDBI Capital Market Services Limited) Telephone: +91-22-4322 1212 Email: cdsl@idbicapital.com Investor grievance id: redressal@idbicapital.com
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Names of Syndicate Members	Edelweiss Securities Limited, SBICAP Securities Limited and Karvy Stock Broking Limited
Registrar to the Offer	Link Intime India Private Limited Tel: +91 (22) 4918 6000, Email: cdsl.ipo@linkintime.co.in , Investor grievance id: cdsl.ipo@linkintime.co.in
Statutory Auditors to the Company	M/s Deloitte Haskins and Sells, Chartered Accountants

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Self Certified Syndicate Banks	The list of banks is provided on the website of SEBI at http://www.sebi.gov.in/sebiweb/home/list/5/33/0/0/Recognised-Intermediaries and updated from time to time.
Non Syndicate Registered Brokers	You can submit Bid cum Application Forms to Registered Brokers registered with Stock Exchange(s), as applicable, at Broker Centres, CDPs at the Designated CDP Locations, RTAs at the Designated RTA Locations. For further details, please refer “Offer Procedure” on page 504 of the RHP.
Details regarding website address(es)/link(s) from which the investor can obtain list of RTAs, CDPs and stock brokers who can accept applications from investors, as applicable	The list of the RTAs eligible to accept ASBA Forms at the Designated RTA Locations, the list of the CDPs eligible, as applicable, to accept ASBA Forms at the Designated CDP Locations and Registered Brokers including details such as name and contact details, are provided on the websites of Stock Exchange(s), as applicable, at http://www.bseindia.com/Static/Markets/PublicIssues/RtaDp.aspx?expandable=6 and http://www.nseindia.com/products/content/equities/ipos/asba_procedures.htm , http://www.bseindia.com/Markets/PublicIssues/brokercentres_new.aspx?expandable=7 as updated from time to time. For further details, see section titled “Offer Procedure” beginning on page 504 of the RHP.

PROMOTERS OF OUR COMPANY

The Promoter of our Company is BSE Limited. A resolution was passed by certain Bombay brokers on July 9, 1875 to form an association for protecting the character, status and interest of native share and stock brokers and for providing a hall or building for the use of the members of the association. Subsequently, by an indenture dated December 3, 1887, the Native Share and Stock Brokers Association was formally constituted. In 1957, our Promoter became the first stock exchange to be recognised by the Indian Government under SCRA. Our Promoter was incorporated as a public company under the name “Bombay Stock Exchange Limited” under the provisions of the Companies Act, 1956 on August 8, 2005. Subsequently, in order to leverage brand equity of the BSE brand, the name of our Promoter was changed to “BSE Limited” and received a fresh certificate of incorporation dated July 8, 2011. Our Promoter is a corporatised and demutualised entity, with 170,189 shareholders as on May 19, 2017. Our Promoter is listed on the Stock Exchange. The main objects of our Promoter as per the memorandum of association of our Promoter are: a) To acquire, and succeed to, the business, activity and undertaking of BSE (formerly called “The Stock Exchange, Mumbai”), a recognised stock exchange under the Securities Contracts (Regulation) Act, 1956, on a going concern basis, pursuant to The BSE (Corporatisation and Demutualisation) Scheme, 2005, approved by the Securities and Exchange Board of India (hereinafter called “SEBI”) under section 4B (2) of the Securities Contracts (Regulation) Act, 1956, by its Order No. SEBI/MRD/40967/2005 dated May 20, 2005; b) To carry on business as a stock exchange; and c) To assist, regulate, control and / or otherwise associate with the business of buying, selling and dealing in securities. None of our other Group Companies are listed.

BUSINESS MODEL / BUSINESS OVERVIEW AND STRATEGY

We are the leading securities depository in India by incremental growth of Beneficial Owner (“BO”) accounts over the last three Fiscals and by the total number of registered Depository Participants (“DPs”), as at the end of Fiscal 2016, according to the CRISIL Report. However, in terms of market share, we are the second largest depository in India.

We offer services to the following clients:

- *Depository Participants and other capital market intermediaries:* We offer dematerialization for a wide range of securities including equity shares, preference shares, mutual fund units, debt instruments, government securities. As a securities depository, we facilitate holding of securities in electronic form and enable securities transactions (including off-market transfer and pledge) to be processed by book entry. The DPs act as our agent and offer depository services to the BO of the securities. The Registrar and Transfer Agents (“RTAs”) and Clearing Members (“CMs”) are the other intermediaries involved in the process of issue and transfer of securities on our electronic platform.
- *Corporates:* We offer facilities to issuers to credit securities to a shareholder’s or applicant’s demat accounts to give effect to a range of non-cash corporate actions such as bonus issue, subdivision of holdings and conversion of securities in a merger, amalgamation or in an initial public offering.
- *Capital market intermediaries:* We offer KYC services in respect of investors in Indian capital markets to capital market intermediaries including to mutual funds.
- *Insurance Companies:* We offer facilities to allow holding of insurance policies in electronic form to the holders of these insurance policies of several insurance companies.
- *Others:* We also offer other online services such as e-voting, e-Locker, National Academy Depository, easi (Electronic Access to Security Information), easiest (Electronic Access to Security Information and Execution of Secured Transaction) drafting and preparation of wills for succession (myeasiwill) mobile application (myeasi, m-voting) and Transactions using Secured Texting (TRUST). We also regularly conduct investor meetings and other awareness programs.

Our Strengths: Stable revenue base due to repeat business in multiple offerings in the Indian securities and financial services market; High economies of scale leading to steady growth in profitability; India’s leading securities depository with the highest share of incremental growth of BO accounts and second largest in terms of market share; Convenient and dependable depository services at competitive prices for a wide range of securities; State-of-the-art technology and robust infrastructure and IT systems; Led by an experienced senior management team

Our Strategies: Continue to focus on developing new DPs relationships and leveraging our existing DP network; Continue to introduce new offerings and scale up recently started businesses; Continue to invest and upgrade our IT infrastructure and systems leading to Enhancement of operational efficiency and service quality; Continue investor education initiatives to foster a rise in the number of potential new investors and deepening of the Indian securities market; Sale, Purchase and Transfer of Securities in India

BOARD OF DIRECTORS

Sr. No.	Name	Designation	Experience including current/ past position held in other firms.
1	Taruvai Subbayya Krishna Murthy	Non-executive Chairman and a Public Interest Director	He has been on our Board since March 30, 2016. He was also the former chief election commissioner of India and secretary of Ministry of Corporate Affairs. He has several years of experience in the securities market.

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Sr. No.	Name	Designation	Experience including current/ past position held in other firms.
2	Padala Subbi Reddy	Managing Director and Chief Executive Officer	He has been on our Board since March 6, 2009. Prior to joining our Company, he was associated with BSE as chief general manager of surveillance and inspection. He is also a member of various committees of SEBI.
3	Aravamudan Krishna Kumar	Public Interest Director	He has been on our Board since July 30, 2016. He is a qualified Certified Associate of Indian Institute of Bankers. Prior to joining our Board, he was managing director of State Bank of India.
4	Bontha Prasada Rao	Public Interest Director	He has been on our Board since October 21, 2016. He holds a bachelor's degree in technology (mechanical engineering) and a post graduate diploma in industrial engineering. Prior to joining our Board, he was chairman and managing director of BHEL.
5	Rajender Mohan Malla	Public Interest Director	He has been on our Board since July 30, 2016. He is a certified associate of the Indian Institute of Bankers. Prior to joining our Board, he was the chairman and managing director of IDBI Bank.
6	Usha Narayanan	Public Interest Director	She is on our Board since April 24, 2017. She is a certified associate of Indian Institute of Bankers and a member of Bar Council of India. Prior to joining our Board, she was associated with SEBI and BOI.
7	Ananth Narayan Gopalakrishnan	Shareholder Director	He has been on our Board since July 22, 2014. He is the regional head, financial markets (South Asia) of Standard Chartered Bank.
8	Nayan Chandrakant Mehta*	Shareholder Director	He is the CFO of BSE. He is a qualified Chartered Accountant and a Cost and Works Accountant. He has been on our Board since November 28, 2016. He has experience of over 24 years in financial and securities markets.
9	Nehal Naleen Vora	Shareholder Director	Has been on our Board since July 25, 2015 and is the chief regulatory officer of BSE. Has served as a director at DSP Merrill Lynch Limited and has more than 15 years of experience in areas of legal compliance.
10	Venkat Nageswar Chalasani	Shareholder Director	He holds a bachelor's degree in science. He has been on our Board since June 28, 2016. He is also the deputy managing director (global markets) of State Bank of India. He has over 30 years of experience in banking.

*Our Company has applied for appointment of Nayan Chandrakant Mehta as Shareholder Director of our Company on November 29, 2016 to the SEBI and such application is pending approval.

OBJECTS OF THE OFFER

Since the Offer is being made through the Offer for Sale by the Selling Shareholders, the Company will not receive any proceeds from the Offer. Accordingly, details of means of finance, and fund requirements are not applicable.

Details and reasons for non-deployment or delay in deployment of proceeds or changes in utilization of issue proceeds of past public issues/rights issues, if any, of the Company in the preceding 10 years.

The Company has not made any public or rights issues in the last ten years.

Monitoring Agency: N.A.

Terms of Issuance of Convertible Security: N.A.

Shareholding Pattern:

Sr. No.	Particulars	Number of shareholders	Pre-Offer number of Equity Shares	Pre-Offer (%)
1	Promoter & Promoter Group	1	52,297,850	50.05
2	Non Promoter – Non Public	0	0	0
3	Shares underlying DRs	0	0	0
4	Shares held by Employee Trusts	0	0	0
5	Trading Members and Associates of trading members	0	0	0
6	Public	14	52,202,150	49.95
	Total	15	104,500,000	100

Number of Equity Shares proposed to be sold by Selling Shareholders.

Serial No.	Name of Selling Shareholder	Number of Equity Shares Offered
1	BSE Limited	Upto 27,217,850
2	State Bank of India	Upto 4,775,000
3	Bank of Baroda	Upto 2,174,358
4	The Calcutta Stock Exchange	Upto 1,000,000

RESTATED AUDITED FINANCIALS

Restated Unconsolidated and Consolidated Financial Information

(₹ in million except per share data)

	Unconsolidated Financial Statement under Ind AS			Consolidated Financial Statement under Ind AS		
	FY 2017	FY 2016	FY 2015 (Proforma Financials)	FY 2017	FY 2016	FY 2015 (Proforma Financials)
Revenue from Operations	1,216.19	1,017.36	856.45	1,460.02	1,228.54	1,052.83
Profit before exceptional items and tax	918.34	779.82	618.78	1,165.63	982.08	791.15
Profit for the year	678.48	768.43	457.14	865.85	911.25	574.91
Equity Share Capital	1,045	1,045	1,045	1,045	1,045	1,045
Reserves and Surplus	3,577.87	3,216.96	2,725.75	4,288.21	3,748.17	3,115.36

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Networth	4,622.87	4,261.96	3,770.75	5,333.21	4,793.17	4,160.36
Basic earnings per share including exceptional items (₹)	6.49	7.35	4.37	8.21	8.71	5.52
Diluted earnings per share including exceptional items (₹)	6.49	7.35	4.37	8.21	8.71	5.52
Return on Networth	14.68%	18.03%	12.12%	16.08%	18.99%	13.86%
Net asset value per equity share (₹)	44.24	40.78	36.08	51.04	45.87	39.81

Restated Unconsolidated and Consolidated Financial Information

(₹ in million except per share data)

	Unconsolidated Financial Statement under Indian GAAP		Consolidated Financial Statement under Indian GAAP	
	FY 2014	FY 2013	FY 2014	FY 2013
Revenue from Operations	754.39	753.57	889.34	907.48
Profit before exceptional extraordinary items and tax	507.87	537.87	616.38	664.27
Profit for the year	414.01	411.00	495.48	505.21
Equity Share Capital	1,045	1,045	1,045	1,045
Reserves and Surplus	2,226.86	2,057.37	2,489.10	2,240.12
Networth	3,271.86	3,102.37	3,534.10	3,285.12
Basic earnings per share including extraordinary items (₹)	3.96	3.93	4.72	4.78
Diluted earnings per share including extraordinary items (₹)	3.96	3.93	4.72	4.78
Return on Networth	12.48%	13.41%	13.80%	15.35%
Net asset value per equity share (₹)	31.31	29.69	33.82	31.44

INTERNAL RISK FACTORS

Below are the top five risks as disclosed in the RHP:

1. Our securities depository business competes closely with our competitor for DPs, investor accounts and number of instruments on our systems.
2. Our inability to effectively manage our growing DP network or any disruptions in our supply or distribution infrastructure may have an adverse effect on our business, results of operations and financial condition.
3. Any interruptions or malfunctions in the operation of our IT systems could damage our reputation and cause loss for the business
4. If there is a shift in consumer preferences away from investing and trading in securities to other products and services, it could significantly reduce demand for our services and adversely affect our business, financial condition and results of operations.
5. Fraud due to unauthorised transfer of securities or service deficiency could result in losses. Further, if account data disseminated by us contains undetected errors, this could have a material adverse effect on our business, financial condition or results of operations.

SUMMARY OF OUTSTANDING LITIGATIONS, CLAIMS AND REGULATORY ACTION

A. There are 3 litigation proceedings, including 1 civil and 2 criminal proceedings, outstanding involving the Company, involving an aggregate amount of ₹59.26 million. In addition, there are 8 direct tax proceedings against the Company involving an aggregate amount of ₹ 11.99 million. For further details in relation to litigation involving the Company, please refer to page 456 of the Red Herring Prospectus.

B. Brief details of the material litigations against the Company and amounts involved:

The details of material litigations against the Company are as follows:

Sr. No.	Particulars	Litigation filed by	Current Status	Amount Involved (₹ in million) ¹
1	A criminal complaint was filed on October 9, 2007 by Sonal Shah (“ Complainant ”) against Amit Shah and others including our Company (collectively known as “ Accused ”) before the court of the Metropolitan Magistrate at Andheri, Mumbai (“ Magistrate ”) in relation to offences allegedly committed by the Accused under Sections 465, 467, 471, 477A, read with Sections 34 and 114 of the IPC. The Complainant had informed Arcadia Share and Stock Brokers Private Limited (“ Arcadia ”), one of the Accused, to stop the transfer of shares to her husband, from the bank accounts held jointly with him, due to certain matrimonial disputes between them. However, certain shares were debited from the joint account of the Complainant by Arcadia and, hence, the present criminal complaint was filed. The matter is currently pending before the Magistrate.	Sonal Shah	The matter is currently pending before the Magistrate	1
2	A private receiver’s report was filed on August 18, 2008 by Amol Doijode (“ Appellant ”), in his capacity as a private receiver in the insolvency proceedings of A.B. Ghosh, in relation to an order dated May 6, 2005 passed by the Bombay High Court, which restrained A.B. Ghosh and ABG Securities Private Limited (“ ABG ”) from transferring, selling, alienating and encumbering the shares in their beneficial owner (“ BO ”) account. The Appellant has sought, amongst other things, that our Company and AMU Shares and Securities Limited (<i>the depository participant of our Company</i>) to jointly and severally deposit the shares transferred from the account of ABG in the account of the Appellant or alternatively deposit a	Amol Doijode	The matter is currently pending before the Bombay High Court	47

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Sr. No.	Particulars	Litigation filed by	Current Status	Amount Involved (₹ in million) ¹
	sum of ₹ 47 million along with interest at 18% p.a. and that our Company transfer the shares held in the BO account of A. B. Ghosh with the Appellant. The matter is currently pending before the Bombay High Court.			

¹ Amount involved is to the extent ascertainable and quantifiable. The amount involved includes amounts claimed jointly and severally with other parties and does not include claims towards interest or costs of proceedings.

C. Regulatory Action, if any - disciplinary action taken by SEBI or stock exchanges against the Promoters / Group Companies in last 5 financial years including outstanding action, if any: An order was passed by SEBI on September 11, 2014, with respect to our Promoter in the matter of the offer for sale ("OFS") of NMDC Limited ("NMDC"). The promoters of NMDC had offered to sell shares of the company through the offer for sale mechanism on the floor of our Promoter and NSE ("Stock Exchanges"). On closure of the OFS, SEBI sought bid data from the Stock Exchanges in order to ascertain the final cumulative bids, which was provided by the Stock Exchanges and which was subsequently revised due to a collateral bid received ("Bid"). SEBI noticed that there was a discrepancy between the revised and the original data submitted and sought clarification from our Promoter. Pursuant to further examination, SEBI issued a show cause notice dated April 18, 2013 alleging amongst other things, that (i) our Promoter had failed to comply with clause 5(d)(ii) and (iii) of the operational guidelines on OFS issued vide SEBI circular bearing no. CIR/MRD/DP/18/2012 dated July 18, 2012, (ii) although the Bid was made within the cut-off time, the transfer of funds to the clearing corporation was delayed, and (iii) the fund transfer as well as confirmation of the Bid seemed to have occurred after the permitted cut-off time. After perusal of our Promoter's responses and other details pertaining to the matter, SEBI (i) censured our Promoter for its conduct and directed it to be careful and cautious in dealing with the securities market, (ii) directed our Promoter to engage one or more independent consultants to review the entire sequence of events in the matter, the process followed and the checks in place in relation to the offer for sale bids by our Promoter and suggest remedial measures, within a period of three months, (iii) directed our Promoter to make a detailed report to its board, under intimation to SEBI, within a further period of three months, as to how the recommendations of the independent consultant have been implemented, and (iv) decided to conduct a detailed probe into the confirmation of the Bid. Our Promoter has taken the requisite steps to comply with the requirements set out in the order passed by SEBI and informed SEBI of the same, by way of its letters dated March 4, 2015 and June 11, 2015.

D. Brief details of outstanding criminal proceedings against Promoters: There are 16 litigation proceedings, including 10 civil and 6 criminal proceedings, outstanding against the Promoter, involving an aggregate amount of ₹5,361.88 million. In addition, there are 45 direct tax proceedings against the Promoter involving an aggregate amount of ₹38,775.1 million (of which, 39 proceedings involving an amount aggregating to ₹38,643.9 million are on account of notices issued under Section 226 of the Income Act, 1961 against deposits/ monies of the members of the Promoter, available with the Promoter). For further details in relation to litigation involving the Promoter, please refer to page 459 of the Red Herring Prospectus.

ANY OTHER IMPORTANT INFORMATION AS PER MANAGERS / Our Company

Please refer to paragraphs on Fit and Proper Persons and Compliance with Depositories Regulations appearing in the section Terms of the Offer on page 493 of the Red Herring Prospectus.

DECLARATION BY THE COMPANY

We, the Directors of the Company, hereby certify and declare that all relevant provisions of the Companies Act, and the rules/ regulations and guidelines issued by the Government of India or the guidelines and regulations issued by SEBI, as the case may be, have been complied with and no statement made in the Red Herring Prospectus is contrary to the provisions of the Companies Act, the SCRA or the SEBI Act, Depositories Regulations or rules made thereunder or guidelines and regulations issued, as the case may be. We further certify that all statements in the Red Herring Prospectus are true and correct

DECLARATION BY THE PROMOTER SELLING SHAREHOLDER

BSE Limited confirms that all statements and undertakings made or confirmed by it in the Red Herring Prospectus in relation to itself and the Equity Shares being offered by it by way of the Offer for Sale are true and correct. BSE Limited further certifies that other than as stated in the Red Herring Prospectus, all approvals and permissions, if any, required by it towards the Offer for Sale have been obtained, are currently valid and have been complied with. BSE Limited assumes no responsibility for any of the statements or undertakings made or confirmed by the Company or any other Selling Shareholders or any expert or any other persons in the Red Herring Prospectus.

DECLARATION BY THE OTHER SELLING SHAREHOLDERS

State Bank of India confirms that all statements and undertakings made or confirmed by it in the Red Herring Prospectus in relation to itself and the Equity Shares being offered by it by way of the Offer for Sale are true and correct. State Bank of India assumes no responsibility for any of the statements or undertakings made or confirmed by the Company or any other Selling Shareholder or any expert or any other persons in the Red Herring Prospectus.

Bank of Baroda confirms that all statements and undertakings made or confirmed by it in the Red Herring Prospectus in relation to itself and the Equity Shares being offered by it by way of the Offer for Sale are true and correct. Bank of Baroda assumes no responsibility for any of the statements or undertakings made or confirmed by the Company or any other Selling Shareholder or any expert or any other persons in the Red Herring Prospectus.

The Calcutta Stock Exchange Limited confirms that all statements and undertakings made or confirmed by it in the Red Herring Prospectus in relation to itself and the Equity Shares being offered by it by way of the Offer for Sale are true and correct. The Calcutta Stock Exchange Limited assumes no responsibility for any of the statements or undertakings made or confirmed by the Company or any other Selling Shareholder or any expert or any other persons in the Red Herring Prospectus

Capitalised terms used in this Abridged Prospectus and not specifically defined shall have the meanings ascribed to such term in the RHP.

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BIDDER'S UNDERTAKING FOR REVISION FORM

I/We (on behalf of joint bidders, if any) confirm that the Acknowledgement Slip for my/our Bids are enclosed for the revisions which are being requested. I/We agree to be bound by all the terms & conditions mentioned in the Bid cum Application Form submitted earlier by me/us including the confirmation that I/we am/are a fit and proper person in terms of the Depositories Regulations.

I/We (on behalf of joint bidders, if any) authorise you to reject this Bid Revision Form, in case any of the details of my existing Bids as appearing on the electronic book building system do not tally with the details given in this Revision Form.

INSTRUCTIONS FOR FILLING UP THE BID REVISION FORM

- Name of Sole/ First Bidder should be exactly the same as it appears in the depository records.
- Please ensure that the Bid Options provided are in the same order as that provided in the Bid cum Application Form submitted earlier.
- In case there is no change in the particular Bid Option, please write "NO CHANGE". In case you want to cancel the Bid Option, please write "CANCELLED".
- Total Bid Amount payable must be calculated for the highest of three options, at Bid price. Total Bid Amount to be paid must be calculated net of total amount paid at the time of submission of Bid cum Application Form. Bidders, please ensure that your Bank has notified an SCSB Branch in the city where Bid cum Application Form is being submitted.
Revision of Bids in case of Revision of Price Band: In case of an upward revision in the Price Band, Resident Retail Individual Bidders who had Bid at Cut off Price could either (i) revise their Bid or (ii) shall make additional payment based on the cap of the revised Price Band (such that the total amount i.e., original Bid Amount plus additional payment does not exceed ₹ 200,000 if the Bidder wants to continue to Bid at Cut off Price), with the members of the Syndicate/Registered Brokers/RTA/CDPs to whom the original Bid was submitted. In case the total amount (i.e., original Bid Amount plus additional payment) exceeds ₹ 200,000/-, the Bid will be considered for allocation under the Non-Institutional Portion in terms of the RHP. If, however, the Bidder does not either revise the Bid or make additional payment and the Offer Price is higher than the cap of the Price Band prior to revision, the number of Equity Shares Bid for, shall be adjusted downwards for the purpose of Allotment, such that no additional amount would be required to be blocked and the Bidder is deemed to have approved such revised Bid at Cut off Price.
 (i) In case of a downward revision in the Price Band, announced as above, Resident Retail Individual Bidders, who have bid at Cut off Price, could either revise their Bid or the excess amount blocked at the time of bidding would be unblocked from the ASBA Account after the Allotment is finalised.
- Only the First Bidder is required to sign the Bid cum Application Form /Revision Form. Thumb impressions and signatures other than in the languages specified in the Eighth Schedule to the Constitution of India must be attested by a Magistrate or a Notary Public or a Special Executive Magistrate under official seal. If the First Bidder is not the account holder, ensure that the Bid cum Application Form is signed by the ASBA account holder. Signature of the ASBA Account holder is mandatory.
- Other Instructions:** a. revision to Bids must be made only in the prescribed Revision Form, as applicable; b. Bids must be completed in full, in BLOCK LETTERS in ENGLISH. Bidders should note that the members of the Syndicate/ SCSBs/Registered Brokers/RTAs/CDPs will not be liable for errors in data entry due to incomplete or illegible Revision Forms; c. Ensure that Acknowledgement Slip for your Bid has and any other applicable documents in support of the revision are attached with the Revision Form; and d. Bidders shall only be required to issue instruction to block the revised amount in excess of their original blocked amount upon an upward revision of their Bid.

OFFER STRUCTURE

Particulars	Eligible Employees	QIBs ⁽¹⁾	Non-Institutional Investors	Retail Individual Investors
Number of Equity Shares available for allocation ^{(1)##}	Not more than 700,000 Equity Shares available for allocation	Not more than 17,233,604 Equity Shares	Not less than 5,170,081 Equity Shares available for allocation less allocation to QIB Bidders and Retail Individual Investors.	Not less than 12,063,523 Equity Shares available for allocation less allocation to QIB Bidders and Non-Institutional Investors.
Percentage of Offer size available for Allotment/ allocation	Approximately 2% of the Offer Size	Not more than 50% of the Net Offer However 5% of the QIB Portion (other than Anchor Investor Portion) shall be available for allocation proportionately to Mutual Funds only. Mutual Funds participating in the Mutual Fund Portion will also be eligible for allocation in the remaining QIB Portion (other than Anchor Investor Portion). Unsubscribed portion in the Mutual Fund reservation will be added to the QIB Portion (other than Anchor Investor Portion)	Not less than 15% of the Net Offer or the Offer less allocation to QIB Bidders and Retail Individual Investors.	Not less than 35% of the Net Offer or the Offer less allocation to QIB Bidders and Non-Institutional Investors.
Basis of allocation if respective category is oversubscribed	Proportionate	Proportionate as follows (excluding the Anchor Investor Portion): (a) 344,672 Equity Shares shall be allocated on a proportionate basis to Mutual Funds only; and (b) 6,893,442 Equity Shares shall be Allotted on a proportionate basis to all QIBs including Mutual Funds receiving allocation as per (a) above. 10,340,162 Equity Shares may be allocated on a discretionary basis to Anchor Investors	Proportionate	The allotment to each Retail Individual Investor shall not be less than the minimum Bid Lot, subject to availability of Equity Shares in the Retail Portion and the remaining available Equity Shares if any, shall be allotted on a proportionate basis.
Minimum Bid	[●] Equity Shares and in multiples of [●] Equity Shares thereafter.	Such number of Equity Shares that the Bid Amount exceeds ₹ 200,000 and in multiples of [●] Equity Shares thereafter.	Such number of Equity Shares that the Bid Amount exceeds ₹ 200,000 and in multiples of [●] Equity Shares thereafter.	[●] Equity Shares and in multiples of [●] Equity Shares thereafter.
Maximum Bid	Such number of Equity Shares so that the Bid Amount does not exceed ₹ 500,000. However, allotments to Eligible Employees in excess of ₹ 200,000 up to ₹ 500,000 shall be considered on a proportionate basis, in the event of under-subscription in the Employee Reservation Portion.	Such number of Equity Shares not exceeding the Offer subject to applicable limits to the Bidder.	Such number of Equity Shares not exceeding the Offer subject to applicable limits to the Bidder.	Such number of Equity Shares such that the Bid Amount does not exceed ₹ 200,000.
Mode of Bidding	Through ASBA process only.	Through ASBA process, except for Anchor Investors	Through ASBA process only.	Through ASBA process only
Mode of Allotment	Compulsorily in dematerialised form.	Compulsorily in dematerialised form.	Compulsorily in dematerialised form.	Compulsorily in dematerialised form.
Bid lot	[●] Equity Shares and in multiples of [●] Equity Shares thereafter.	[●] Equity Shares and in multiples of [●] Equity Shares thereafter.	[●] Equity Shares and in multiples of [●] Equity Shares thereafter.	[●] Equity Shares and in multiples of [●] Equity Shares thereafter.
Allotment Lot	A minimum of [●] Equity Shares and thereafter in multiples of [●] Equity Share.	A minimum of [●] Equity Shares and thereafter in multiples of [●] Equity Share.	A minimum of [●] Equity Shares and thereafter in multiples of [●] Equity Share.	A minimum of [●] Equity Shares and thereafter in multiples of [●] Equity Share.
Trading lot	One Equity Share.	One Equity Share.	One Equity Share.	One Equity Share.
Who can apply++	Eligible Employees	Public financial institutions specified in Section 2(72) of the Companies Act, 2013, FPIs (other than Category III Foreign Portfolio Investors), scheduled commercial banks, mutual funds registered with the SEBI, venture capital funds registered with SEBI, FVCIs, Alternative Investment Funds, multilateral and bilateral development financial institutions, state industrial development corporations, insurance companies registered with the Insurance Regulatory and Development Authority of India, provident funds with a minimum corpus of ₹ 250 million, pension funds with a minimum corpus of ₹ 250 million, the National Investment Fund set up by resolution F. No. 2/3/2005-DD-II dated November 23, 2005 of the GoI, published in the Gazette of India, insurance funds set up and managed by the army, navy, or air force of the Union of India and insurance funds set up and managed by the Department of Posts, India, and systematically important non banking financial companies.	Resident Indian individuals, Eligible NRIs, HUF (in the name of <i>Karta</i>), companies, corporate bodies, scientific institutions societies and trusts, Category III Foreign Portfolio Investors, sub-accounts of FIs registered with SEBI, which are foreign corporates or foreign individuals.	Resident Indian Individuals, Eligible NRIs, HUF (in the name of <i>Karta</i>).
Terms of Payment [@]	The entire Bid Amount shall be blocked in the ASBA Account by the SCSBs at the time of submission of Bid cum Application Form.	The entire Bid Amount shall be blocked in the ASBA Account by the SCSBs at the time of submission of Bid cum Application Form (excluding for Anchor Investors)*. For Anchor Investors, the entire Bid Amount shall be payable at the time of submission of Bid cum Application Form*.	The entire Bid Amount shall be blocked in the ASBA Account by the SCSBs at the time of submission of Bid cum Application Form.	The entire Bid Amount shall be blocked in the ASBA Account by the SCSBs at the time of submission of Bid cum Application Form.

(1) Assuming full subscription in the Offer

Our Company and the Selling Shareholders, in consultation with the Managers, may allocate up to 60% of the QIB Portion to Anchor Investors on a discretionary basis. One-third of the Anchor Investor Portion shall be reserved for domestic Mutual Funds, subject to valid Bids being received from domestic Mutual Funds at or above the Anchor Investor Allocation Price. For further details, please see "Offer Procedure" on page 504 of this Red Herring Prospectus.

Subject to valid Bids being received at or above the Offer Price.
 The Offer is being made through the Book Building Process, in reliance of Regulation 26(1) of the ICDR Regulations, wherein not more than 50% of the Net Offer shall be available for allocation on a proportionate basis to Qualified Institutional Buyers ("QIBs"). 5% of the QIB Portion (other than Anchor Investor Portion) will be available for allocation on a proportionate basis to Mutual Funds only, and the remainder of the QIB Portion (other than Anchor Investor Portion) will be available for allocation on a proportionate basis to all QIBs, including Mutual Funds, subject to valid Bids being received at or above the Offer Price. Further, not less than 15% of the Net Offer will be available for allocation on a proportionate basis to Non-Institutional Investors and not less than 35% of the Net Offer will be available for allocation to Retail Individual Investors, in accordance with the ICDR Regulations, subject to valid Bids being received at or above the Offer Price. Further, 700,000 Equity Shares, aggregating to ₹ [●] million will be available for allocation on a proportionate basis to Eligible Employees, subject to valid Bids being received at or above the Offer Price.

@ In case of ASBA Bidders, the SCSB shall be authorised to block such funds in the bank account of the ASBA Bidder that are specified in the ASBA Form.

++ Any balance amount payable by the Anchor Investors, due to a difference between the Anchor Investor Offer Price and the Bid Amount paid by the Anchor Investors, shall be payable by the Anchor Investors within two Working Days of the Offer Closing Date.

In case of joint Bids, the Bid cum Application Form should contain only the name of the first Bidder whose name should also appear as the first holder of the beneficiary account held in joint names. The signature of only such first Bidder would be required in the Bid cum Application Form and such first Bidder would be deemed to have signed on behalf of the joint holders. Bid Amount shall be payable by the Anchor Investors at the time of submission of the Anchor Investor Application Forms.

**COMMON BID
REVISION FORM****CENTRAL DEPOSITORY SERVICES (INDIA) LIMITED - INITIAL PUBLIC OFFER - NR**

Registered and Corporate Office: 17th Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001, Maharashtra, India
 Telephone: +91 (22) 2272 3333; Facsimile: +91 (22) 2272 2072 Company Secretary & Compliance Officer: Nirogi Venkata Sessa Pavan Kumar
 Email: cdsipo@cdslindia.com; Website: www.cdslindia.com Corporate Identity Number: U67120MH1997PLC112443

FOR NON-RESIDENT INDIANS, FVCIS, FIIS, THEIR SUB-ACCOUNTS (OTHER THAN SUB-ACCOUNTS WHICH ARE FOREIGN CORPORATE(S) OR FOREIGN INDIVIDUALS BIDDING UNDER THE QIB), FPIS, ON A REPATRIATION BASIS



TO,
The Board of Directors
CENTRAL DEPOSITORY SERVICES (INDIA) LIMITED

100% BOOK BUILT OFFER**ISIN : INE736A01011**

**Bid cum
Application
Form No.**

SYNDICATE MEMBER'S STAMP & CODE	REGISTERED BROKER / SCSB / CDP / RTA STAMP & CODE	1. NAME & CONTACT DETAILS OF SOLE / FIRST BIDDER
		Mr. / Ms./M/s. _____ Address _____ Email _____ Tel. No (with STD code) / Mobile _____
SUB-BROKER'S / SUB-AGENT'S STAMP & CODE	SCSB BRANCH STAMP & CODE	2. PAN OF SOLE / FIRST BIDDER

BANK BRANCH SERIAL NO.	SCSB SERIAL NO.	3. BIDDER'S DEPOSITORY ACCOUNT DETAILS <input type="checkbox"/> NSDL <input type="checkbox"/> CDSL
		For NSDL enter 8 digit DP ID followed by 8 digit Client ID / For CDSL enter 16 digit Client ID

PLEASE CHANGE MY BID

4. FROM (AS PER LAST BID OR REVISION)															
Bid Options	No. of Equity Shares Bid (Bids must be in multiples of Bid Lot as advertised)								Price per Equity Share (₹) / "Cut-off" (Price in multiples of ₹ 1/- only)						
	(In Figures)								(In Figures only)						
	8	7	6	5	4	3	2	1	Bid Price	Retail Discount	Net Price	"Cut-off" (Please ✓/tick)			
Option 1									3	2	1	3	2	1	
(OR) Option 2															<input type="checkbox"/>
(OR) Option 3															<input type="checkbox"/>

5. TO (Revised Bid) (Only Resident Retail Individual Bidders can Bid at "Cut-off")															
Bid Options	No. of Equity Shares Bid (Bids must be in multiples of Bid Lot as advertised)								Price per Equity Share (₹) / "Cut-off" (Price in multiples of ₹ 1/- only)						
	(In Figures)								(In Figures only)						
	8	7	6	5	4	3	2	1	Bid Price	Retail Discount	Net Price	"Cut-off" (Please ✓/tick)			
Option 1									3	2	1	3	2	1	
(OR) Option 2															<input type="checkbox"/>
(OR) Option 3															<input type="checkbox"/>

6. PAYMENT DETAILS										PAYMENT OPTION : FULL PAYMENT <input type="checkbox"/> PART PAYMENT <input checked="" type="checkbox"/>	
Additional Amount Blocked (₹ in figures) _____ (₹ in words) _____											

ASBA	
Bank A/c No.	
Bank Name & Branch	

I/WE (ON BEHALF OF JOINT BIDDERS, IF ANY) HEREBY CONFIRM THAT I/WE HAVE READ AND UNDERSTOOD THE TERMS AND CONDITIONS OF THIS BID CUM APPLICATION FORM THE COMPANY'S PRELIMINARY OFFERING MEMORANDUM (THE PRELIMINARY OFFERING MEMORANDUM) AND THE ATTACHED ABRIDGED PROSPECTUS AND THE GENERAL INFORMATION DOCUMENT FOR INVESTING IN PUBLIC OFFERS ("GID") AND HEREBY AGREE AND CONFIRM THE "BIDDERS UNDERTAKING" AS GIVEN OVERLEAF. I/WE (ON BEHALF OF JOINT BIDDERS, IF ANY) HEREBY CONFIRM THAT I/WE HAVE READ THE INSTRUCTIONS FOR FILLING UP THE BID CUM APPLICATION FORM GIVEN OVERLEAF.

I/We hereby acknowledge that the Equity Shares can only be dealt in by fit and proper persons in terms of the Depositories Regulations and I/we hereby confirm that I/we am/are a fit and proper person in terms of the Depositories Regulations.

7A. SIGNATURE OF SOLE/ FIRST BIDDER	7B. SIGNATURE OF ASBA BANK ACCOUNT HOLDER(S) (AS PER BANK RECORDS)	SYNDICATE MEMBER / REGISTERED BROKER / SCSB / CDP / RTA STAMP (Acknowledging upload of Bid in Stock Exchange system)
	I/We authorise the SCSB to do all acts as are necessary to make the application in the Offer.	
	1) _____ 2) _____ 3) _____	
Date : _____ 2017		

TEAR HERE

**CENTRAL DEPOSITORY SERVICES (INDIA) LIMITED****BID REVISION FORM -
INITIAL PUBLIC OFFER - NR**

**Acknowledgement Slip
for Syndicate Member/
Registered Broker/SCSB/
CDP/RTA**

**Bid cum
Application
Form No.**

DPID / CLID		PAN of Sole / First Bidder	
Additional Amount Blocked (₹)		ASBA Bank A/c No.	
Bank & Branch		Stamp & Signature of SCSB Branch	
Received from Mr./Ms./M/s. _____			
Telephone / Mobile		Email	

TEAR HERE

CENTRAL DEPOSITORY SERVICES (INDIA) LIMITED - BID REVISION FORM - INITIAL PUBLIC OFFER - NR	Option 1	Option 2	Option 3	Stamp & Signature of Syndicate Member / Registered Broker / SCSB / CDP / RTA	Name of Sole / First Bidder
	No. of Equity Shares				
	Bid Price				
	Additional Amount Blocked (₹)				
	ASBA Bank A/c No.				
Bank & Branch					Acknowledgement Slip for Bidder
					Bid cum Application Form No.