

TRACK RECORD OF THE PUBLIC ISSUES MANAGED BY THE MERCHANT BANKER IN THE LAST 3 FINANCIAL YEARS

Name of the Issue:

BSE Limited

1. Type of Issue (IPO/FPO)

IPO

2. Issue Size (Rs. Cr)

INR 1,243.43 crs

3. Grade of issue along with name of the rating agency

Name

NA

Grade

NA

4. Subscription Level (Number of times)

50.86 times (excluding Anchor Investor Portion and after removing multiple and duplicate bids and technical rejection cases)

5. QIB Holding (as a % of outstanding capital) as disclosed to stock exchanges

Particulars	Percentage
(i) allotment in the issue	14.37% (including Anchor Investor) as a % of Subscribed and Paid up Share Capital* 14.13%(including Anchor Investor) as a % of Issued Share Capital*
(ii) at the end of the 1st Quarter immediately after the listing of the issue**	32.36%
(iii) at the end of 1st FY (March 31, 2017)**	32.36%
(iv) at the end of 2nd FY (March 31, 2018)**	28.34%
(v) at the end of 3rd FY (March 31, 2019)^	NA

* Minutes of the Basis of Allotment.

** Shareholding Pattern filed with Stock Exchange for the quarter ended March 31, 2017 and March 31, 2018 respectively represents holding of "Institutions" category

(^) QIB holding not disclosed as reporting for relevant period / fiscal years has not been completed

6. Financials of the issuer (as per the annual financial results submitted to stock exchanges)

(Standalone)

(Rs in Crores)

Parameters	1st FY (March 31, 2017) [^]	2nd FY (March 31, 2018) ^{**}	3rd FY (March 31, 2019) [*]
Income from operations	331.96	433.78	N.A.
Net Profit for the period	198.64	563.27	N.A.
Paid-up equity share capital	10.76	10.65.	N.A.
Reserves excluding revaluation reserves	2418.61	2763.67	N.A.

(Consolidated)

Parameters	1st FY (March 31, 2017) [^]	2nd FY (March 31, 2018) ^{**}	3rd FY (March 31, 2019) [*]
Income from operations	517.23	476.98	N.A.
Net Profit for the period	265.09	724.66	N.A.
Paid-up equity share capital	10.76	10.65	N.A.
Reserves excluding revaluation reserves	2942.52	3123.70	N.A.

[^] Source – Audited Financial Results as uploaded on the website of Stock Exchanges for the year ended March 31, 2017 and Annual Report for the FY – 2017

[^] Source – Audited Financial Results as uploaded on the website of Stock Exchanges for the year ended March 31, 2018

^{*} Financials not disclosed as reporting for the relevant fiscal years has not been completed.

7. Trading Status in the scrip of the issuer

Company's Equity Shares are listed on the National Stock Exchange of India Limited.

Particulars	Status
(i) at the end of 1st FY (March 31, 2017)	Frequently Traded
(ii) at the end of 2nd FY (March 31, 2018)	Frequently Traded .
(iii) at the end of 3rd FY (March 31, 2019) [*]	N.A.

^{*} Trading status not disclosed as reporting for the relevant fiscal years has not been completed

8. Change in Directors of issuer from the disclosures in the offer document

Particulars	Name of the Director	Appointed / Resigned
(i) at the end of 1st FY (March 31, 2017)	Nil	Nil
(ii) at the end of 2nd FY (March 31, 2018)	Shri Kuldip Singh Dhingra	Appointed w.e.f. May 15, 2017
	Shri Roland Schwinn	Appointed w.e.f. June 13, 2017
	Shri Thomas Bendixen	Ceasation w.e.f. June 13, 2017
	Shri Sudhakar Rao	Retired w.e.f. June 28, 2017
	Shri Dharendra Swarup	Appointed w.e.f. July 31, 2017
	Shri Dharendra Swarup	Retired w.e.f. November 02, 2017
	Shri S Ravi	Appointment w.e.f. November 13, 2017
	Mr Shri S S Mundra	Appointment w.e.f. January 17, 2018
	Dr. Krishnaswamy Kasturirangan	Retired w.e.f. January 22, 2018
	Mr David Wright	Appointment w.e.f. March 16, 2018
(iii) at the end of 3rd FY (March 31, 2019)*#	Shri Roland Schwinn	Resigned, w.e.f. April 2, 2018

However please note that till May 26, 2018 of the current fiscal year, the above changes have taken place in the Board.

*Changes in directors not disclosed as reporting for relevant fiscal years has not been completed

9. Status of implementation of project/ commencement of commercial production

- (i) **As disclosed in the offer document*:** NA
- (ii) **Actual implementation*:** NA
- (iii) **Reasons for delay in implementation, if any*:** NA

**Not applicable, as the Offer was only an Offer for Sale by Selling Shareholders.*

10. Status of utilization of issue proceeds

- (i) **As disclosed in the offer document*:** NA
- (ii) **Actual utilization*:** NA
- (iii) **Reasons for deviation, if any*:** NA

**Not applicable, as the Offer was only an Offer for Sale by Selling Shareholders.*

11. Comments of monitoring agency, if applicable

(a) Comments on use of funds	Not Applicable
(b) Comments on deviation, if any, in the use of proceeds of the issue from the objects stated in the offer document	
(c) Any other reservations expressed by the monitoring agency about the end use of funds	

12. Pricing Data

Issue Price (Rs.):

806

Designated Stock Exchange:

NSE Limited

Listing Date:

February 3, 2017

Price parameters	At close of listing day (i.e. February 3, 2017)**	At close of 30th calendar day from listing day(March 6, 2017)^	At close of 90th calendar day from listing day(May4, 2017)	As at the end of 1st FY after the listing of the issue (March 31, 2017)**		
				Closing price	High (during the FY)	Low (during the FY)
Market Price on Designated Stock Exchange (NSE)	1,069.20	947.2	1001.15	977.65	1200	886.5
Nifty	8,740.95	8801.05	9359.9	9173.75	9,218.40	8707.75
Sectoral Index	NA	NA	NA	NA	NA	NA

Price parameters	As at the end of 2nd FY after the listing of the issue (March 31, 2018)			As at the end of 3rd FY after the listing of the issue (March 31, 2019)*		
	Closing price	High (during the FY)	Low (during the FY)	Closing price	High (during the FY)	Low (during the FY)
Market Price on Designated Stock Exchange (NSE)	756.2	1178.35	726	NA	NA	NA
Nifty	10113.7	11171.55	9075.15	NA	NA	NA
Sectoral Index	NA	NA	NA	NA	NA	NA

** Source: NSE Limited

* Pricing Data not disclosed as reporting for the relevant fiscal years has not been completed

^ Since 30th calendar being Sunday, closing figures of next working day have been considered

13. **Basis for Issue Price (Source of accounting ratios of peer group and industry average may be indicated; Source of the accounting ratios may generally be the same, however in case of different sources, reasons for the same may be indicated)**

Accounting ratio		As disclosed in the offer document#	At the end of 1st FY (March 31, 2017) ⁽⁵⁾	At the end of 2nd FY (March 31, 2018) ⁽⁶⁾	At the end of 3rd FY (March 31, 2019) ⁽²⁾
EPS	Issuer:	--	--	--	--
	Standalone (Basic)	24.16	34.40	103.4 ⁽⁷⁾	N.A
	Standalone (Diluted)	24.16	36.39	103.4 ⁽⁷⁾	N.A
	Consolidated (Basic)	22.45	42.90	43.51 ⁽⁷⁾	N.A
	Consolidated (Diluted)	22.45	40.41	43.51 ⁽⁷⁾	N.A
	Peer Group :	NA [^]			
P/E	Issuer:	--	--	--	--
	Standalone (Basic)	33.36	28.42	7.31	N.A
	Standalone (Diluted)	33.36	26.87	7.31	N.A
	Consolidated (Basic)	35.90	22.79	17.38	N.A
	Consolidated (Diluted)	35.90	24.19	17.38	N.A
	Peer Group:	NA [^]			
RoNW (%)	Issuer:	--	--	--	--
	Standalone	5.85%	9.96 %	20.30%	N.A
	Consolidated	5.00%	8.37%	23.12%	N.A
	Peer Group:	NA [^]			
NAV	Issuer:	--	--	--	--
	Standalone	INR 412.84	496.72	768.51	N.A
	Consolidated	INR 448.68	453.24	868.24	N.A

	Peer Group:	NA^
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Notes:

- (1) Prospectus dated January 28, 2017
- (2) Not disclosed as the reporting for the relevant fiscal years has not been complete
- (3) ^None of the listed companies in India are engaged in our line of business
- (4) #All financials are for the financial year ending March 31, 2016.
- (5) Source – Annual Report FY 2016-2017
Audited Financial Results as uploaded on the website of Stock Exchanges for the year ended March 31, 2017
- (6) Source - Audited Financial Results as uploaded on the website of Stock Exchanges for the year ended March 31, 2018
- (7) EPS is considered after exceptional items

14. Any other material information

Particulars	Date
The BSE Limited ("BSE") has Informed the Stock Exchange about deputation of Mr. V. Balasubramaniam, Key Managerial Personnel under SECC Regulations to India International Exchange (IFSC) Limited, as Managing Director and CEO.	14-Feb-2017
BSE Limited has informed the Exchange regarding a press release dated Jun 27, 2017, titled "BSE Ltd and Legasis Services Pvt Ltd enter into a strategic engagement for jointly promoting Compliance, Ethics and Governance for companies and other relevant stakeholders".	27-Jun-2017
BSE Limited has informed the Exchange that 26.05% stake sale in Central Depository Services (India) Ltd. (CDSL) subsidiary of the Company. Accordingly, CDSL ceased to be a subsidiary of the Company and will become an associate company with effect from June 29, 2017.	30-Jun-2017
BSE Limited has informed the Exchange that the Board of Directors of the Company has, at its meeting held on July 07, 2017 approved the appointment of Shri Dhirendra Swarup, Public Interest Director as the Chairman of the Board of Directors of the Company, subject to the approval of SEBI.	7-Jul-2017
BSE Limited has informed the Exchange regarding a press release dated July 21, 2017, titled " BSE wins Business World Digital Leadership and CIO Award "	21-Jul-2017
BSE Limited has informed the Exchange that SEBI vide its letter has approved the appointment of Shri Dhirendra Swarup, Public Interest Director as the Chairman of the Board of Directors of the Company w.e.f. July 31, 2017.	01-Aug-2017
BSE Limited has informed the Exchange regarding a press release dated August 01, 2017, titled "BSE receives SEBI No Objection to act as a Facilitator in non-competitive bidding in the auction of Government Securities and T-Bills".	01-Aug-2017
BSE Limited has informed the Exchange that S R Batlibol & Co. LLP, Chartered Accountants has been appointed as an Auditor.	05-Sept-2017
The Exchange has sought clarification from the Company with respect to news item captioned "Massive data breach hits 6,000 Indian organisations including govt offices, banks: Quick Heal". In this regard, Exchange has advised the Company to provide clarification/confirmation on the news item in detail including the following: a) Whether such event/negotiations/article stated in published news were taking place If so, you are advised to provide the said information along with the sequence of events in chronological order and the material impact of this article on the Company. b)	05-Oct- 2017

Whether company is aware of any information that has not been announced to the Exchanges under regulation 30 of Listing Regulations. The response from the Company is awaited.	
The Company had provided a point wise reply and had uploaded the same on the Stock Exchange: a) The issue reported occurred at IRINN – Indian Registry for Internet Names and Numbers where some of BSE domains are registered. They have clarified that their preliminary investigation and evaluation shows no breach has been identified. b) There is no impact of this on the Company's data, mails or any other systems and that the company will continue to disseminate all material information that is required to be disclosed to the Stock Exchange under Listing Regulations.	07-Oct-2017
BSE Limited has informed the Exchange regarding a press release dated October 26, 2017, titled "India's Premier Stock Exchange BSE and World's largest Insurance Exchange Ebix, Inc. Sign MOU to Launch Joint Venture Company, for Setting up Pioneering Insurance Distribution Network in India".	26-Oct-2017
The Exchange has sought clarification from the Company with respect to news item captioned "Bombay Stock Exchange and Mumbai civic body squabble over Rs 1.4 crore penalty". In this regard, Exchange has advised the Company to provide clarification/confirmation on the news item in detail including the following: a) Whether such event/negotiations/article stated in published news were taking place? If so, you are advised to provide the said information along with the sequence of events in chronological order and the material impact of this article on the Company. b) Whether company is aware of any information that has not been announced to the Exchanges under regulation 30 of Listing Regulations. The response from the Company is awaited.	27-Oct-2017
The response from the Company as follow - a. Whether such article stated in published news were taking place? If so, you are advised to provide the said information along with the sequence of events in chronological order. Response: At the outset, we would like to strongly deny "illegal" activity being carried on by the Company. The Company has taken permission and BMC has provided written permission to put up the bollard and barriers as per the instructions of the Mumbai Police. The barriers and bollards have been erected only after receiving the permission from the Corporation. b. The material impact of this article on the Company. Response: There is no material impact of this article on the Company. c. Whether company is aware of any information that has not been announced to the Exchanges under regulation 30 of Listing Regulations. If so, you are advised to provide the said information and the reasons for not disclosing the same to the Exchange earlier as required under Regulation 30 of the Listing Regulations. Response: The Company has been and will continue to disseminate all material information that is required to be disclosed to the Exchange under Regulation 30 of the Listing Regulations. To our knowledge, there is no information under Regulation 30 of the Listing Regulations that requires disclosure and has not been announced by the Company to the Exchange.	27-Oct-2017
BSE Limited has informed the Exchange regarding a press release dated November 10, 2017, titled "Marketplace to become Service Bureau of SWIFT in India".	10-Nov-2017
BSE to file proceedings against defaulting listed companies under Insolvency and Bankruptcy Code, 2016.	12-Dec-2017
BSE Limited has informed the Exchange that the Board of Directors of the BSE Limited have approved the Buyback of its Equity Shares.	15-Jan-2018

BSE Limited has informed the Exchange regarding Proposed Buy-back of equity shares of BSE Limited from the Open Market through Stock Exchange.	16-Jan-2018
BSE Limited has submitted to the Exchange that a copy of the Public Announcement for the Buyback being made pursuant to the provisions of the Securities and Exchange Board of India (Buy back of Securities) Regulations, 1998	23-Jan-2018
BSE Limited has informed the Exchange regarding Buy Back. 106680 Equity shares which were bought back from February 1, 2018 to February 14, 2018 were extinguished	20-Feb-2018
BSE Limited has informed the Exchange regarding Buy Back. 91440 Equity shares which were bought back from March 26, 2018 to April 4, 2018 were extinguished on April 6, 2018	11-Apr-2018
<p>BSE Limited has informed the Exchange that News clarification</p> <p>This is with reference to recent news item appearing in various newspapers titled "BSE Chairman among those named in CBI FIR in Rs 600-crore loan fraud; agency carries out searches CBI names BSE Chairman in Rs.600 crore IOBI Bank fraud".</p> <p>In this regard, pursuant to Regulation 30 (11) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company would like to clarify that-"As per the news appearing in a section of the media, BSE Chairman, Shri S. Ravi, (Public Interest Director nominated by SEBI on the BSE Board) has been named in a First Information Report (FIR) filed by Central Bureau of Investigation (CBI) relating to sanctioning of a loan by IOBI Bank. Shri S. Ravi serves as an Independent Director on the Board of IOBI Bank Limited. The aforesaid issue named in the FIR filed by CBI is not related to BSE or his Chairmanship in BSE or its workings in any way.</p>	30-Apr-2018
The Exchange has sought clarification from the Company with respect to news item captioned- " BSE plans to begin insurance distribution biz by year-end" In this regard, Exchange has advised the Company to provide clarification/confirmation on the news item in detail including the following: a) Whether such event/negotiations/article stated in published news were taking place? If so, you are advised to provide the said information along with the sequence of events in chronological order and the material impact of this article on the Company. b) Whether company is aware of any information that has not been announced to the Exchanges under regulation 30 of Listing Regulations.	14-May-2018
<p>The Exchange has sought clarification from the Company with respect to news item captioned- " BSE plans to begin insurance distribution biz by year-end</p> <p>The Exchange clarified as follows –</p> <p>Whether such event/negotiations/article stated in published news were taking place? If so, you are advised to provide the said information along with the sequence of events in chronological order and the material impact of this article on the Company.</p> <p>Response: On October 26, 2017, the Company had promptly informed the National Stock Exchange about MOU being signed between BSE and EBIX for setting up an insurance distribution network in India.. A joint venture Company –BSE EBIX Insurance Braking Private Limited (J1/ Company) has been incorporated on March 15, 2018. There is no material impact of this article on the Company.</p> <p>Whether company is aware of any information that has not been</p>	14-May-2018

announced to the Exchanges under regulation 30 of Listing Regulations. Response: The Company has been and will continue to disseminate all material information that is required to be disclosed to the Exchange under Regulation 30 of the Listing Regulations. To our knowledge, there is no information under Regulation 30 of the Listing Regulations that requires disclosure and has not been announced by the Company to the Exchange.	
BSE Limited has informed the Exchange regarding a press release dated May 16, 2018, titled "BSE becomes India's first exchange to be recognized as a Designated Offshore Securities Market by the US SEC".	16-May-2018
BSE Limited has informed the Exchange regarding a press release dated May 24, 2018, titled "BSE signs Memorandum of Understanding with Brink's India Pvt Ltd".	25-May2018

All the above information has been updated till May 25, 2018 unless indicated otherwise-