

**FORM OF ACCEPTANCE-CUM-ACKNOWLEDGEMENT
(FOR EQUITY SHAREHOLDERS HOLDING SHARES IN DEMATERIALISED FORM)**

Bid Number:

Date:

| | | |
|--|---------------------------|--|
| BUYBACK OPENS ON | Monday, August 21, 2017 | |
| BUYBACK CLOSES ON | Monday, September 4, 2017 | |
| For Registrar / Collection Centre use | | |
| Inward No. | Date | Stamp |
| | | |
| Status (please tick appropriate box) | | |
| Individual | FII/FPI | Insurance Co |
| Foreign Co | NRI/OCB | FVCI |
| Body Corporate | Bank/FI | Pension/PF |
| VCF | Partnership/LLP | Others (Specify) |
| India Tax Residency Status: Please tick appropriate box | | |
| Resident in India | Non-Resident in India | Resident of <i>(shareholder to fill country of residence)</i> |
| Route of Investment (For NR Shareholders only): Please tick appropriate box | | |
| Portfolio Investment Scheme | Foreign Investment Scheme | |

To,
RENAISSANCE JEWELLERY LIMITED
C/o Link Intime India Private Limited,
C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai 400 083.

Dear Sirs,

Sub: Letter of Offer dated August 4, 2017 to Buyback up to 2,00,000 (Forty Two Lakhs Only) Equity Shares of Renaissance Jewellery Limited (the "Company") at a price of Rs. 250/- (Rupees Two Hundred and Fifty Only) Per Equity Share (the "Buyback Offer Price") Payable in cash.

- I/We (having read and understood the Letter of Offer dated August 04, 2017) hereby tender / offer my / our Equity Shares in response to the Buyback on the terms and conditions set out below and in the Letter of Offer.
- I / We agree that the consideration for the accepted Shares will be paid the consideration as per secondary market mechanism.
- I / We hereby affirm that the Equity Shares comprised in this tender / offer are offered for Buyback by me / us free from all liens, equitable interest, charges and encumbrance.
- I / We declare that there are no restraints / injunctions or other order(s) of any nature which limits / restricts in any manner my / our right to tender Equity Shares for Buyback and that I / we am / are legally entitled to tender the Equity Shares for Buyback Offer.
- I / We agree that the Company will pay the Buyback Price only after due verification of the validity of the documents and that the consideration may be paid to the first named Equity Shareholders.
- I / We undertake to return to the Company any Buyback consideration that may be wrongfully received by me / us.
- I / We undertake to execute any further documents and give any further assurances that may be required or expedient to give effect to my / our tender / offer and agree to abide by any decision that may be taken by the Company to effect the Buyback in accordance with the Companies Act, 2013 and the Buyback Regulations.
- I/We agree that the excess demat Shares or unaccepted demat Shares, if any, tendered would be returned to the Selling Member by Clearing Corporation in payout.
- Details of Equity Shares held and tendered / offered for Buyback Offer:

| Particulars | In Figures | In Words |
|---|------------|----------|
| Number of Equity Shares held as on Record Date (June 12, 2017) | | |
| Number of Equity Shares Entitled for Buyback (Buy-back Entitlement) | | |
| Number of Equity Shares offered for Buyback (Including Additional Shares, if any) | | |

Note: An Eligible Person may tender Equity Shares over and above his/her Buyback Entitlement. Number of Equity Shares validly tendered by any Eligible Person up to the Buyback Entitlement of such Eligible Person shall be accepted to the full extent. The Equity Shares tendered by any Eligible Person over and above the Buyback Entitlement of such Eligible Person shall be accepted in accordance with paragraphs 19.1.4, 19.1.5, 19.1.6, 19.1.7, 19.1.8 & 19.1.9 of the Letter of Offer. Equity Shares tendered by any Equity Shareholders over and above the number of Equity Shares held by such Eligible Person as on the Record Date shall not be considered for the purpose of Acceptance.

Tear along this line

ACKNOWLEDGMENT SLIP: RENAISSANCE JEWELLERY LIMITED – BUYBACK OFFER
(To be filled by the Equity Shareholder) (Subject to verification)

| | |
|---|-----------------|
| DP ID | Client ID |
| Received from Mr./Ms./Mrs. | |
| Form of Acceptance-cum-Acknowledgement, Original TRS along with: | |
| No. of Equity Shares offered for Buyback (In Figures) | (in words) |
| Please quote Client ID No. & DP No. for all future correspondence | Stamp of Broker |

10. Details of Account with Depository Participant (DP):

| | | | | |
|---|--|------|--|------|
| Name of the Depository (tick whichever is applicable) | | NSDL | | CDSL |
| Name of the Depository Participant | | | | |
| DP ID No. | | | | |
| Client ID No. with the DP | | | | |

11. Equity Shareholders Details:

| Particulars | First/Sole Holder | Joint Holder 1 | Joint Holder 2 | Joint Holder 3 |
|--|-------------------|---|----------------|----------------|
| Full Name(s) Of the Holder | | | | |
| Signature(s)* | | | | |
| PAN | | | | |
| Address of the Sole/First Equity Shareholder | | | | |
| Telephone No. of Sole/First Equity Shareholder | | Email ID of Sole/First Equity Shareholder | | |

* Corporate must affix rubber stamp and sign.

INSTRUCTIONS

This Tender Form has to be read along with the Letter of Offer and is subject to the terms and conditions mentioned in the Letter of Offer and this Tender Form

1. This Offer opens on August 21, 2017 and closes on September 04, 2017.
2. This Tender Form has to be read along with the Letter of Offer and is subject to the terms and conditions mentioned in both Letter of Offer and Tender Form.
3. Shareholders who desire to tender their equity shares in the electronic form under the Buyback would have to do so through their respective selling member by indicating the details of equity shares they intend to tender under the Buyback offer.
4. The shares in the Offer shall be rejected if the tenderer is not a shareholder of the Company as on the Record date, if there is a name mismatch in the demat account of the Shareholder or if the Eligible person had made a duplicate bid.
5. The Shareholders will have to ensure that they keep the DP Account active and unblocked to receive credit in case of return of Equity Shares due to rejection or due to prorated Buyback as may be decided by the Company / Registrar to the Buyback, in accordance with the Buyback Regulations.
6. Eligible Persons to whom the Offer is made are free to tender shares to the extent of their entitlement in whole or in part or in excess of their entitlement, but not exceeding their holding as on Record Date.
7. All documents sent by Eligible Persons will be at their own risk. Eligible Persons are advised to safeguard adequately their interests in this regard.
8. Shareholders who do not have a trading account are required to open a trading account with any trading member and generate Unique Client Code number ("UCC"). Trading Members to ensure UCC of the Investor is registered and/ or updated stating the correct PAN Number in the UCC database of BSE.

Tear along this line

ALL FUTURE CORRESPONDENCE IN CONNECTION WITH THIS BUY BACK OFFER SHOULD BE ADDRESSED TO THE REGISTRAR TO THE BUYBACK OFFER AT THE FOLLOWING ADDRESS QUOTING YOUR CLIENT ID & DP ID.

LINK INTIME INDIA PRIVATE LIMITED

Unit: Renaissance Jewellery Limited - Buy Back

C 101, 247 Park, L.B.S Marg, Vikhroli (West), Mumbai- 400083

Tel No.: +91 22 4918 6200; Fax No.: +91 22 4918 6195;

Email: rjl.buyback@linkintime.co.in;

Contact Person: Mr. Sumeet Deshpande

**FORM OF ACCEPTANCE-CUM-ACKNOWLEDGEMENT
(FOR EQUITY SHAREHOLDERS HOLDING SHARES IN PHYSICAL FORM)**

Bid Number:

Date:

| | | | |
|--|-----------------------------|--------------------------|---|
| BUYBACK OPENS ON | Monday, August 21, 2017 | | |
| BUYBACK CLOSES ON | Monday, September 4, 2017 | | |
| For Registrar / Collection Centre use | | | |
| Inward No. | Date | Stamp | |
| | | | |
| <i>Status (please tick appropriate box)</i> | | | |
| <input type="checkbox"/> | Individual | <input type="checkbox"/> | FII/FPI |
| <input type="checkbox"/> | Foreign Co | <input type="checkbox"/> | NRI/OCB |
| <input type="checkbox"/> | Body Corporate | <input type="checkbox"/> | Bank/FI |
| <input type="checkbox"/> | VCF | <input type="checkbox"/> | Partnership/LLP |
| <input type="checkbox"/> | | <input type="checkbox"/> | Insurance Co |
| <input type="checkbox"/> | | <input type="checkbox"/> | FVCI |
| <input type="checkbox"/> | | <input type="checkbox"/> | Pension/PF |
| <input type="checkbox"/> | | <input type="checkbox"/> | Others (Specify) |
| India Tax Residency Status: Please tick appropriate box | | | |
| <input type="checkbox"/> | Resident in India | <input type="checkbox"/> | Non-Resident in India |
| <input type="checkbox"/> | | <input type="checkbox"/> | Resident of _____ (shareholder to fill country of residence) |
| Route of Investment (For NR Shareholders only): Please tick appropriate box | | | |
| <input type="checkbox"/> | Portfolio Investment Scheme | | <input type="checkbox"/> |
| <input type="checkbox"/> | | | Foreign Investment Scheme |

To,
RENAISSANCE JEWELLERY LIMITED
C/o Link Intime India Private Limited,
C-101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai 400 083.

Dear Sirs,

Sub: Letter of Offer dated August 4, 2017 to Buyback up to 2,00,000 (Forty Two Lakhs Only) Equity Shares of Renaissance Jewellery Limited (the "Company") at a price of Rs. 250/- (Rupees Two Hundred and Fifty Only) Per Equity Share (the "Buyback Offer Price") Payable in cash.

- I/We (having read and understood the Letter of Offer dated August 04, 2017) hereby tender / offer my / our Equity Shares in response to the Buyback on the terms and conditions set out below and in the Letter of Offer.
- I / We authorise the Company to Buyback the Equity Shares offered (as mentioned below) and as a consequence to extinguish the share certificates.
- I / We hereby affirm that the Equity Shares comprised in this tender / offer are offered for Buyback by me / us free from all liens, equitable interest, charges and encumbrance.
- I / We declare that there are no restraints / injunctions or other order(s) of any nature which limits / restricts in any manner my / our right to tender Equity Shares for Buyback and that I / we am / are legally entitled to tender the Equity Shares for Buyback Offer.
- I / We agree that the Company is not obliged to accept any Equity Shares offered for Buyback where loss of share certificates has been notified to the Company.
- I / We agree that the Company will pay the Buyback Price only after due verification of the validity of the documents and that the consideration may be paid to the first named Equity Shareholders.
- I / We undertake to return to the Company any Buyback consideration that may be wrongfully received by me / us.
- I / We undertake to execute any further documents and give any further assurances that may be required or expedient to give effect to my / our tender / offer and agree to abide by any decision that may be taken by the Company to effect the Buyback in accordance with the Companies Act, 2013 and the Buyback Regulations.
- I / We authorize the Company to split the Share Certificate and issue new consolidated Share Certificate for the unaccepted Equity shares in case the Equity Shares accepted by the Company are less than the Equity Shares tendered in the Buyback.
- Details of Equity Shares held and tendered / offered for Buy-back:

| Particulars | In Figures | In Words |
|---|------------|----------|
| Number of Equity Shares held as on Record Date (June 12, 2017) | | |
| Number of Equity Shares Entitled for Buyback (Buyback Entitlement) | | |
| Number of Equity Shares offered for Buyback (including Additional Shares, if any) | | |

Note: An Eligible Person may tender Equity Shares over and above his/her Buyback Entitlement. Number of Equity Shares validly tendered by any Eligible Person up to the Buyback Entitlement of such Eligible Person shall be accepted to the full extent. The Equity Shares tendered by any Eligible Person over and above the Buyback Entitlement of such Eligible Person shall be accepted in accordance with paragraphs 19.1.4, 19.1.5, 19.1.6, 19.1.7, 19.1.8 & 19.1.9 of the Letter of Offer. Equity Shares tendered by any Equity Shareholders over and above the number of Equity Shares held by such Eligible Person as on the Record Date shall not be considered for the purpose of Acceptance.

Tear along this line

ACKNOWLEDGMENT SLIP: RENAISSANCE JEWELLERY LIMITED – BUYBACK OFFER
(To be filled by the Equity Shareholder) (Subject to verification)

| | | | |
|---|-----------------------------|------------|--|
| Folio No. | | | |
| Received from Mr./Ms./Mrs. | | | |
| Form of Acceptance-cum-Acknowledgement, Original TRS along with: | | | |
| No. of Equity Shares offered for Buyback (In Figures) | | (In Words) | |
| Please quote Folio No. for all future correspondence | Stamp of Broker / Registrar | | |

11. Details of Equity Share Certificate(s) enclosed: _____ Total No. of Share Certificates Submitted:

| Sr. No. | Folio No. | Share Certificate No. | Distinctive No(s) | | No. of Shares |
|--------------|-----------|-----------------------|-------------------|----|---------------|
| | | | From | To | |
| 1 | | | | | |
| 2 | | | | | |
| 3 | | | | | |
| 4 | | | | | |
| 5 | | | | | |
| Total | | | | | |

In case the number of folios and share certificates enclosed exceed 5 nos., Please attach a separate sheet giving details in the same format as above

12. Details of the bank account of the sole or first Eligible Shareholder to be incorporated in the consideration warrant (to be mandatorily filled):

| Name of the Bank | Branch and City | IFSC and MICR Code | Account Number (indicate type of account) |
|------------------|-----------------|--------------------|---|
| | | | |

13. In order to avail NECS, Equity Shareholders holding Shares in physical form are requested to submit the NECS mandate form duly filled in and signed while submitting the Form, if the same has not been submitted earlier to the Company / Registrar & Share Transfer Agents or if there is a change in Bank details.

14. Details of other Documents (Please ✓ as appropriate, if applicable) enclosed:

| | | | |
|--|---|--|--|
| | Duly Attested Power of Attorney | | Corporate Authorisations |
| | Duly Attested Death Certificate | | Duly Attested Succession Certificate |
| | Duly Attested Permanent Account Number (PAN Card) | | Previous RBI approvals for acquiring the Equity Shares of Renaissance Jewellery Limited hereby tendered in the Offer |
| | TRS | | Others (please specify) |

15. Equity Shareholders Details:

| Particulars | First/Sole Holder | Joint Holder 1 | Joint Holder 2 | Joint Holder 3 |
|--|-------------------|---|----------------|----------------|
| Full Name(s) Of the Holder | | | | |
| Signature(s)* | | | | |
| PAN | | | | |
| Address of the Sole/First Equity Shareholder | | | | |
| Telephone No. of Sole/First Equity Shareholder | | Email ID of Sole/First Equity Shareholder | | |

* Corporate must affix rubber stamp and sign.

Instructions:

This Tender Form has to be read along with the Letter of Offer and is subject to the terms and conditions mentioned in the Letter of Offer and this Tender Form

- This Offer opens on August 21, 2017 and closes on September 04, 2017.
- This Tender Form has to be read along with the Letter of Offer and is subject to the terms and conditions mentioned in both Letter of Offer and Tender Form.
- Equity Shareholders who wish to tender their Equity Shares in response to this Buyback Offer should deliver the following documents so as to reach before the close of business hours at the address of the Registrar to the Buyback on or before September 06, 2017 by 5.00 PM. Equity Shareholders residing at locations where there are no collection centres should send their responses to the Registrar to the Buyback, Mumbai.
 - The relevant Tender Form duly signed (by all Equity Shareholders in case shares are in joint names) in the same order in which they hold the shares.
 - Original share certificates.
 - Copy of Duly Attested Permanent Account Number (PAN) Card.
 - Transfer Deed (Form SH-4) duly signed (by all Equity Shareholders in case shares are in joint names) in the same order in which they hold the shares
- Equity Shareholders should also provide all relevant documents in addition to the above documents. Such may include (but not limited to):
 - Duly attested Power of Attorney if any person other than the Equity Shareholders has signed the relevant Tender / Offer Form.
 - Duly attested death certificate / succession certificate in case any Equity Shareholders has expired.
 - Necessary corporate authorization, such as Board Resolutions etc., in case of companies.
 - NECS Mandate form duly filled in and signed by the First / Sole Equity Shareholder (being Equity Shareholders) for receipt of consideration through NECS if the same has not been submitted earlier to the Company / Registrar & Share Transfer Agent.
- Equity Shareholders to whom the Buyback Offer is made are free to tender Equity Shares to the extent of their entitlement in whole or in part or in excess of their entitlement.
- In case of non-receipt of the Letter of Offer, Equity Shareholders may send their application in plain paper in terms of the procedure disclosed in paragraph 20.17 of the Letter of Offer.
- It is mandatory for Equity Shareholders to indicate the bank account details to which the consideration would be payable at the appropriate place in the Tender Form.
- All documents / remittances sent by or to Equity Shareholders will be at their own risk and the Equity Shareholders are advised to adequately safeguard their interests in this regard.
- Shareholders who do not have a trading account are required to open a trading account with any trading member and generate Unique Client Code number ("UCC"). Trading Members to ensure UCC of the Investor is registered and/ or updated stating the correct PAN Number in the UCC database of BSE.

Note: Any Equity Shareholder should tender only one form, irrespective of the number of folios he holds. Multiple applications tendered by any Equity Shareholder shall be liable to be rejected. Also, multiple tenders from the same registered folio shall also be liable to be rejected

Tear along this line

ALL FUTURE CORRESPONDENCE IN CONNECTION WITH THIS BUYBACK OFFER SHOULD BE ADDRESSED TO THE REGISTRAR TO THE BUYBACK OFFER AT THE FOLLOWING ADDRESS QUOTING YOUR REGD. FOLIO NO.

LINK INTIME INDIA PRIVATE LIMITED
 Unit: Renaissance Jewellery Limited - Buy Back
 C 101, 247 Park, L.B.S Marg, Vikhroli (West), Mumbai- 400083
 Tel No.: +91 22 4918 6200 Fax No. 22 4918 6195
 Email: rjl.buyback@linkintime.co.in
Contact Person: Mr. Sumet Deshpande

Form No. SH-4
Securities Transfer Form
[Pursuant to section 56 of the Companies Act, 2013 and sub-rule (1) of rule 11 of the Companies (Share Capital and Debentures) Rules 2014]

Date of Execution ___ / ___ / _____

FOR THE CONSIDERATION stated below the “Transferor(s)” named do hereby transfer to the “Transferee(s)” named the securities specified below subject to the conditions on which the said securities are now held by the Transferor(s) and the Transferee(s) do hereby agree to accept and hold the said securities subject to the conditions aforesaid.

CIN: L36911MH1989PLC054498

Name of the company (in full): **RENAISSANCE JEWELLERY LIMITED**

Name of the Stock Exchange where the company is listed, if any:

DESCRIPTION OF SECURITIES:

| Kind/ Class of Securities (1) | Nominal value of each unit of security (2) | Amount called up per unit of security (3) | Amount paid up per unit of security (4) |
|--------------------------------------|---|--|--|
| Equity Shares | Rs. 10.00/- | Rs.10.00/- | Rs.10.00/- |

| No. of securities being transferred | | | Consideration received | | |
|--|-----------------|--|-------------------------------|--|-------------------|
| In figures | In words | | In words | | In figures |
| | | | | | |
| Distinctive Number | From | | | | |
| | To | | | | |
| Corresponding Certificates Nos. | | | | | |

Transferor’s Particulars-

Registered Folio Number:

| Name(s) in full : | PAN | Signature(s) |
|--------------------------|------------|---------------------|
| 1. | | |
| 2. | | |
| 3. | | |

I, hereby confirm that the transferor has signed before me.

Signature of the Witness: _____

Name of the Witness: _____

Address of the Witness: _____

Pincode: _____

Transferee's Particulars

| Name in Full | Father's name | Address & E-mail id | Occupation | Existing folio No., if any | Signature |
|-------------------------------------|----------------------|---|-------------------|-----------------------------------|------------------|
| (1) | (2) | (3) | (4) | (5) | (6) |
| RENAISSANCE JEWELLERY LIMITED | N.A. | Registered Office: Plot No 36A & 37, SEEPZ- SEZ, Andheri (East), Mumbai- 400096, India; | Business | | |

Folio No. of Transferee: _____

Specimen Signature of Transferee : _____

Value of stamp affixed: _____

Enclosures:

- (1) Certificate of shares or debentures or other securities
- (2) If no certificate is issued, letter of allotment.
- (3) Copy of PAN Card of all the Transferees (For all Listed Cos.)
- (4) Others, specify _____

Stamps:

| Name of Transferor | Name of Transferee | No. of Shares | Date of Transfer |
|---------------------------|---------------------------|----------------------|-------------------------|
| _____ | _____ | _____ | _____ |

**Signature of
authorized signatory**

For office use only

Checked by.....

Signature tallied by.....

Entered in the Register of Transfer on vide Transfer No.....

Approval Date.....

Power of attorney/Probate/Death Certificate/Letter of Administration Registered on at
.....

No.....