



# RENAISSANCE JEWELLERY LIMITED

Our Company was incorporated as Mayur Gem and Jewellery Export Private Limited on December 4, 1989. The name of our Company was changed to Renaissance Gem and Jewellery Export Private Limited with effect from April 16, 1997. The name of our Company was changed to Renaissance Jewellery Private Limited on April 5, 2002. Pursuant to conversion into a public limited company, our name was changed to Renaissance Jewellery Limited with effect from December 20, 2005.

**Registered & Corporate Office:** Plot No 36A & 37, SEEPZ- SEZ, MIDC Marol, Andheri (East), Mumbai 400096, India;  
Tel: 91 22 40551200 Fax: 91 22 66938457; Website: [www.renjewellery.com](http://www.renjewellery.com) Email: [investors@renjewellery.com](mailto:investors@renjewellery.com)

The Board of Directors  
Renaissance Jewellery Ltd.  
Plot No. 36A & 37, SEEPZ,  
Andheri (E), Mumbai - 400 096.

Date: \_\_\_\_\_

Dear Sirs,

In exercise of my / our rights as warrant holder(s), I/We hereby apply for the Equity Shares of the company against the Detachable Warrants registered in my/our name on the Register of Warrant holders and submit the following particulars together with the Original Warrant Certificate / photocopy of the delivery instruction in "Off-market" mode, or counterfoil of the delivery instructions in "Off-market" mode, duly acknowledged by the Depository Participant and cheque / Demand Draft for the relevant amount to Link Intime India Pvt. Ltd. at the address mentioned overleaf. I/We authorize you to put my/our names on the Register of Members in respect of the Equity Shares applied for by me/us and which may be allotted by the company pursuant to this application. I/We solemnly declare that I am/We are not applying for the Equity shares in contravention of Section 269 SS of the Income Tax Act 1961.

In Case of Non Residents whichever is applicable

- I am / We are Non resident Indian (s) (NRIs) / Persons of the Indian Origin residing abroad and have remitted funds from abroad through approved banking channels from the funds held in my / our Non resident (External) Account in India (NRE A/c.) Foreign Currency Non -Resident Account (FCNR A/c.) or Indian Rupees drafts Purchased abroad. I am / We are not applying for the Equity shares as nominee (s) of any person(s) who is / are resident(s) in India.
- We are Foreign Institutional Investors (FIIs) registered with SEBI and have remitted funds Special Rupee Deposit Account
- I am / We are Foreign shareholders not being NRIs / FIs
- I am / We are Non resident Indian(s) / Persons of Indian Origin residing abroad applying through NRO account applying through non-repatriable basis

Number of Warrants Exercised	Number of Equity shares Applied for	Applicable Conversion Price	Total Amount Payable ( in figures)	Total Amount Payable In words

Details of warrants Exercised (Physical form)

Number of Warrants Exercised (Refer Instruction) Number should match Block I	DP-ID (Refer Instruction)	Client -ID

	Full Name	Fathers Name	Age	Pan No	Circle/Ward District	UIN* (if applicable)	Specimen Signature
Sole/First Applicant							
Second Applicant							
Third Applicant							

Pls. refer instructions overleaf for filling the above information. \* In case actual number is not available mention status clearly as not applicable / Applied for but not allotted.

Occupation of Sole / First holder : \_\_\_\_\_ Contact No. of Sole/ First holder: \_\_\_\_\_

Email Id of Sole/ First holder : \_\_\_\_\_

Address of Sole / First holder : \_\_\_\_\_

Application by Residents	Details of Nominee :
Amount paid by Cheque / Bank Draft No.	Name : _____
Dated	Address : _____
Drawn on Bank (Name)	_____
Branch	_____
Application by Non Residents	If Minor :
NRE/FCNR/NRO/Special NRE/Other* A/c No.	Date of Birth : _____
Amount in figures	Guardian : _____

\* Strike off whichever is not applicable

Account Details for refunds, if any.

	A/c No.	Bank And Branch Address
Saving / Current A/c*		
NRE/FCNR/NRO/Special NRE/Other*		

\* Strike off whichever is not applicable

I/We understand that: i) in case of allotment of Equity Shares to me/us, my/our Beneficiary Account as mentioned above would get credited to the extent of allotted shares; ii) in case of allotment of Equity Shares to me/us, if Equity Shares cannot be credited to my/our Beneficiary Account for any reasons whatsoever, including my/ our names in this application not being identical with the Beneficiary Account details, I/we will be given Physical Certificate(s)

[Signature (s) as per specimen recorded with the Company/ Depository]

[All Joint Shareholders must sign in the same sequence and as per specimen records with the Company/Depository]

\_\_\_\_\_  
Sole/First Joint Applicant

\_\_\_\_\_  
Second Joint Applicant

\_\_\_\_\_  
Third Joint Applicant

(To be filled by the Sole/First Applicant)

ACKNOWLEDGEMENT SLIP

Number of warrants exercised	DP ID	Client ID	Number of shares Applied for	Applicable conversion Price	Total Amount Paid

Along with Cheque/DD No.\* \_\_\_\_\_ dated \_\_\_\_\_ for Rs. \_\_\_\_\_ drawn on \_\_\_\_\_ for the Allotment of Equity shares mentioned herein of Renaissance Jewellery Limited.

\* Subject to realisation

Receiving Authority's Signature

\_\_\_\_\_

(These conditions are integral part of the application form for conversion of warrants)

#### I. Exercise of Warrants

Each Warrant shall be convertible into one equity share of a face value of Rupees Ten (10) each, of our Company during the Warrant Exercise Period One Warrant shall entitle the holder to receive one Equity Share upon exercise. Exercise of Warrants during the Warrant Exercise Period will be carried out without the need for our Company to take any further approvals, however the Warrant-holders should independently check if they require any approvals.

The Board subject to the terms of this DRHP, our Memorandum and Articles of Association, the approvals from the Government of India and RBI and provisions of the Companies Act, any other legislative enactments and rules as may be applicable will proceed within the process of exercise of the Warrants in accordance with the applicable laws.

#### II. Warrant Exercise Price

Warrant Exercise Price shall be the price which is at a fixed premium of 25% over the Issue Price i.e. 25% over Rs. 150/- which is Rs. 187.50.

#### III. Warrant Exercise Period

Warrant Exercise Period shall be the period commencing from the completion of the 16th month and be open up to the completion of the 18th month from the date of Allotment of the Equity Shares and Warrants.

Warrant holders can exercise their right to apply for the Exercise of Warrants into Equity Shares at the Warrant Exercise Price at any time during the Warrant Exercise Period. The Warrants not tendered for exercise during the Warrant Exercise Period at the Warrant Exercise Price shall lapse.

The Warrant Exercise Price valid during the Warrant Exercise Period would be advertised by us in an English national daily, Hindi national daily with wide circulation and a Regional Language Daily circulated at the place where our Registered Office is situated. Such an advertisement would appear on the day of the commencement of the Warrant Exercise Period.

Our Company shall fix a record date 15 days prior to the commencement of the Warrant Exercise Period to determine the Warrant-holders eligible for exercising the Warrants held by them.

#### IV. Allotment of shares arising from Warrant Exercise

The application for the exercise of Warrants can be made at any time immediately after the announcement of Warrant Exercise Price.

#### V. Activity Time Period

Activity	Time Period as defined herein	Relevant Date
Commencement Of Warrant Exercise Period.	From the completion of the 16th month of Allotment of Equity Shares and Warrants	April 1, 2009
Advertisement for Warrant Exercise Price	On the day of the commencement of the Warrant Exercise Period	April 1, 2009
Warrant Exercise Period - Warrant Exercise Price would be applicable up to	Two Months	May 31, 2009
Allotment Date	Ten (10) working days from the date of expiry of the Warrant Exercise Period	By June 12, 2009

#### VI. Procedure for Exercise

The Registrar to our Company, Link Intime India Pvt. Ltd., will, before the Warrant Exercise Period begins, open a special depository account with NSDL called, ["Renaissance Jewellery Limited - A/c Warrant Exercise Escrow Account"] with a Depository Participant (the "Special Depository Account"). Beneficial owners (holders of Warrants) having their beneficiary account with the CDSL must use the inter-depository delivery instruction slip for the purpose of crediting their Warrants in favour of the Special Depository Account with the NSDL.

Beneficial owners (holders of Warrants) who wish to tender their Warrants for exercise will be required to send their application for exercise on the prescribed application form accompanied by a cheque / demand draft favoring ["Renaissance Jewellery Limited – Warrant A/c"] payable at Mumbai for the requisite amount along with a photocopy of the delivery instruction in "Offmarket" mode, or counterfoil of the delivery instructions in "Off-market" mode, duly acknowledged by the Depository Participant ("DP"), in favour of the Special Depository Account to the Registrar to our Company..

#### VII. Shares allotted on Exercise of Warrants

Shares allotted on exercise of valid Warrants will be dispatched / credited to the applicant's electronic account within 10 working days from the day of expiry of the Warrant Exercise Period.

The Application Form would also be available to all Warrant holders on request with the Registrar during the Warrant Exercise Period and can be downloaded from our Company's website [www.renjewellery.com](http://www.renjewellery.com). During the Warrant Exercise Period, the Warrant holder should send his application to Link Intime India Pvt. Ltd., C-13, Pannalal Silk Mills Compound, LBS Road, Bhandup (West), Mumbai 400 078, India, the Registrar to the Issue by filling up the said application form. It should be accompanied by a cheque / demand draft favoring ["Renaissance Jewellery Limited – Warrant A/c"] payable at Mumbai for the requisite amount.

In case the Warrants along with the cheque/demand draft towards full payment of the Exercise Price do not reach the Registrar by the end of Warrant Exercise Period i.e. by the end of the 18th month from the date of Allotment in this Issue, the same shall lapse.

#### VIII. General Instructions

- The Warrant Holder has to strictly follow the Conversion Price. The Company at its discretion is liable to reject the conversion application and return the same to the warrant holder, in the event the conversion price applied by the warrant holder is different from the Conversion price as computed above. Warrant Holders can also contact the compliance Officer or the Registrar for the conversion price.
- Where payment is made by Demand Drafts purchased from NRE/FCNR/NRO account as the case may be, an Account Debit Certificate from the issuing bank confirming that the Demand Draft has been issued by debiting the NRE/FCNR/NRO account should be enclosed with the warrant application form and Demand Draft. In absence of the above, the application shall be considered incomplete and is liable to be rejected.
- Allotment/credit of shares will be in the same order of holders as present in the Register of Warrant Holders. Hence, warrant holders must ensure that the name or order of names given in the application form is exactly the same as the name or order of names in which the physical certificate is held. In case, the Application Form is submitted in single or joint names, investors should ensure that the Depository Account is also held in the same single or joint names and are in the same sequence in which they appear in the Application Form.
- Caution:
  - Each warrant application form should be accompanied by a single instrument for payment.
  - Cheques/Demand Draft should be payable at Mumbai for the full amount and upcountry instruction/payments for less amounts will be rejected.
  - Investors are advised not to close or transfer their demat account between the period of application for exercise of warrant(s) till the time of allotment/receipt of credit in their account so as to avoid rejection of credit from the Depositories and resultant delay in receiving the intimation of allotment.
- Thumb impressions and signatures other than in English, Hindi, Marathi or any other language specified in the 8th Schedule to the Constitution of India must be attested by a Magistrate or a Notary Public or a Special Executive Magistrate under his/her official seal.
- In case of an application under Power of Attorney or by a Body Corporate or by a Society, a certified true copy of the relevant Power of Attorney or relevant resolution or authority to make investment and sign the application along with the copy of the Memorandum & Articles of Association and/or bye-laws must be lodged with the Registrar giving reference of the folio number / Client ID and DP ID within 7 Days of submission of the Application. In case the above referred documents are already registered with the Company, the same need not be furnished again; the serial number of registration of reference of the letter, vide which these papers were lodged with the Company must be mentioned just below the signature(s) on the application. In no case should these papers be attached to the application.
- The payment against the application should not be effected in cash. In case payment is effected in contravention of this, the application may be deemed invalid and the application money will be refunded and no interest will be paid thereon.
- Please provide details of the Income Tax Circle/Ward/District where the application is for Equity Shares of a total value of Rs.50,000 or more for the applicant and for each applicant in case of joint names. PAN or Form 60 (form of declaration to be filled by a person who does not have a permanent account number and who enters into any transaction specified in Rule 114B) or Form 61 (form of declaration to be filled by a person who has agricultural income and is not in receipt of any other income chargeable to Income Tax in respect of transaction specified in Rule 114B), as may be applicable duly filled, along with a copy of any one of the following documents in support of the address : (a) Ration Card (b) Passport (c) Driving License (d) Identity card issued by any institution (e) Copy of Electricity bill or telephone bill showing residential address (f) Any document or Communication issued by any authority of the Central Government, State Government or local bodies showing residential address (g) Any other documentary evidence in support of address given in the declaration. Please note that the Form 60 and Form 61 have been amended vide a notification dated Decemeber 1, 2004 issued by the Ministry of Finance, Department of Revenue, Central Board of Direct Taxes, The applicants are specifically requested not to submit the GIR number instead of the PAN number as their application is liable to be rejected.

#### IX. Impersonation

As a matter of abundant caution, attention is specifically drawn to the provisions of subsection (1) of Section 68A of the Companies Act. 1956 which is reproduced below:

"Any person who -

- makes in a fictitious name an application to a company for acquiring, or subscribing for, any shares therein, or
- Otherwise induces a Company to allot, or register any transfer or shares therein to him, or any other person in a fictitious name, shall be punishable with imprisonment for a term which may extend to five years"

#### Please Note

In any peculiar Situation (like standing instruction for no credit without proper authorization, investor closing his account with the DP whose name and DP-Id have been stated in the Application Form before the Registrar give electronic credit for allotment in the said account), if the Registrar is unable to give credit into the warrant holders beneficiary account, the registrar would forward the consolidated physical share certificate at the same address mentioned In his/ her application and neither the Company nor the Registrar shall be held responsible for any financial / National loss suffered by the warrant holder.

All Communications relating to warrant exercise should be addressed to the Registrar at the following address giving the full name of the Applicant, DP / Client ID, Distinctive Numbers in case Physical Warrant Certificates and Date on which the Application was made:

**Link Intime India Pvt. Ltd.**

Unit: Renaissance Jewellery Limited,

C-13, Pannalal Silk Mills Compound, L.B.S. Marg, Bhandup (West), Mumbai - 400 078.Tel. No. : 022-25960320 Fax No.: 022-25960329