



BSE LIMITED

BSE was corporatised and demutualised in accordance with the Demutualisation Scheme. BSE was incorporated as a public limited company at Mumbai, under the name of "Bombay Stock Exchange Limited" under the Companies Act, 1956 and received a certificate of incorporation dated August 8, 2005. The name of BSE was subsequently changed to "BSE Limited" and BSE received a fresh certificate of incorporation pursuant to change of name dated July 8, 2011. For details of changes to the name of BSE and status of BSE, please see "History and Certain Corporate Matters" on page 163 of the Red Herring Prospectus ("RHP").

Registered and Corporate Office: 25th Floor, P. J. Towers, Dalal Street, Mumbai 400 001, Maharashtra, India; **Telephone:** +91 (22) 2272 1233/ 34; **Facsimile:** +91 (22) 2272 1003; **Contact Person:** Prajakta Powle, Company Secretary and Compliance Officer; **Telephone:** +91 (22) 2272 1233; **Facsimile:** +91 (22) 2272 1003; **Email:** bse.ipo@bseindia.com; **Website:** www.bseindia.com; **Corporate Identity Number:** U67120MH2005PLC155188

BSE is professionally managed and does not have an identifiable promoter in terms of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended ("ICDR Regulations")

INITIAL PUBLIC OFFERING OF UP TO 15,427,197 EQUITY SHARES OF FACE VALUE OF ₹ 2 EACH ("EQUITY SHARES") OF BSE LIMITED ("EXCHANGE" OR "ISSUER" OR "BSE") FOR CASH AT A PRICE OF ₹ [•] PER EQUITY SHARE INCLUDING A SHARE PREMIUM OF ₹ [•] PER EQUITY SHARE, AGGREGATING UP TO ₹ [•] MILLION CONSISTING OF AN OFFER FOR SALE BY PERSONS LISTED IN ANNEXURE A - LIST OF SELLING SHAREHOLDERS ON PAGE 648 OF THE RHP ("OFFER"). THE OFFER SHALL CONSTITUTE UP TO 28.26% OF THE FULLY DILUTED POST-OFFER ISSUED SHARE CAPITAL OF BSE. THE FACE VALUE OF THE EQUITY SHARES IS ₹ 2 EACH.

ASBA*

Simple, Safe, Smart way of Application

*Application supported by blocked amount (ASBA) is a better way of applying to issues by simply blocking the fund in the bank account. For further details, check section on ASBA below.

Mandatory in public issues from January 1, 2016. No cheque will be accepted.

APPLICATIONS SUPPORTED BY BLOCKED AMOUNT (ASBA): All Investors other than Anchor Investors have to mandatorily apply through the ASBA process. For details on the ASBA process, please refer to the details given in ASBA Form and abridged prospectus and also please see "Offer Procedure" beginning on page 582 of the RHP. ASBA Forms can also be downloaded from the websites of the Stock Exchange(s). ASBA Forms can be obtained from Members of the Syndicate, SCSBs, Registered Brokers, RTAs and CDPs, the list of banks available on the website of SEBI at <http://www.sebi.gov.in/sebiweb/home/list/5/33/0/0/Recognised-Intermediaries>.

Contents of the Memorandum of the Exchange as regards its Objects: For information on the main objects and other objects of the Exchange, please see "History and Certain Corporate Matters" on page 163 of the RHP and Clause III of the Memorandum of Association of the Exchange. The Memorandum of Association of the Exchange is a material document for inspection in relation to the Offer. For further details, please see "Material Contracts and Documents for Inspection" on page 643 of the RHP.

Liability of the members of the Exchange: Limited by shares

Amount of share capital of the Exchange and capital structure: The authorised capital of the Exchange as on the date of the RHP was ₹ 3,000,000,000 divided into 1,500,000,000 Equity Shares. The issued capital of the Exchange as on the date of the RHP was ₹ 109,176,344 divided into 54,588,172 Equity Shares and the subscribed and paid-up share capital of the Exchange as on the date of the RHP was ₹ 107,356,344 divided into 53,678,172 Equity Shares. Of the 54,588,172 Equity Shares forming a part of the issued share capital of the Exchange, allotment of 910,000 Equity Shares are held in abeyance. For details, please see "Capital Structure" beginning on page 76 of the RHP.

Names of signatories to the Memorandum of Association of the Exchange and the number of Equity Shares subscribed by them: Given below are the names of the signatories of the Memorandum of Association of the Exchange and the number of Equity Shares subscribed for by them at the time of signing of the Memorandum of Association: 10,000 equity shares of face value of ₹ 1 each were allotted to each of

J.G.A Shah Share Brokers Pvt. Ltd., Bal Kishan Mohta, BCB Brokerage Pvt. Ltd., LKP Shares & Securities Ltd., Dalal & Broacha Stock Broking Pvt. Ltd., Kamal S. Kabra, Kisan Ratilal Choksey Shares & Securities Pvt. Ltd., Bhanshali Stock Brokers Pvt. Ltd., V. Jethalal Ramji Share Brokers Pvt. Ltd., BLB Limited, SBI Capital Markets Limited, HSBC Securities and Capital Markets (India) Private Ltd., Nangalia Stock Broking Pvt. Ltd., Churiwala Securities Pvt. Ltd., Dimensional Securities Pvt. Ltd., Dalmia Securities Private Limited, Emkay Share & Stock Brokers Pvt. Ltd., Rajan Vasant Vakil, Padmakant Devidas Securities Ltd., Bonanza Stock Brokers Limited, V. P. L. Shah Shares & Sec. Pvt. Ltd., B. M. Gandhi Securities Pvt. Ltd., Kauhik Shah Shares & Securities Pvt. Ltd., Dhanki Securities Pvt. Ltd., Prabhudas Lilladher Pvt. Ltd., ASK – Raymond James & Associates Private Ltd., Refco-Sify Securities India Pvt. Ltd., S. S. Kantilal Ishwarlal Securities Pvt. Ltd., Shailesh Mulchand Nissar, R.B.K Share Broking Ltd., Inventure Growth & Securities Ltd., S. P. Jain Securities Pvt. Ltd., Amit Nalin Securities Pvt. Ltd., Bakliwal Financial Services (India) Pvt. Ltd., ICICI Brokerage Services Ltd., Pravin V. Shah Stock Broking Pvt. Ltd., Govindbhai B. Desai, Javeri Fiscal Services Ltd., Sailesh H. Doshi Broking Pvt. Ltd., Vinay M Shah Securities Pvt. Ltd., Anvil Share & Stock Broking Pvt. Ltd., AKD Securities Pvt. Ltd., Mehta Vakil & Co. Pvt. Ltd., INA Stock Broking Co. Pvt. Ltd., Giridharilal Dhanraj Khatit, Vinay Jitendra Mashruwala, Prakash Himatlal Shah, Ram C. Marfatia, Vijan Share & Securities Pvt. Ltd. and B. D. Shroff Securities Pvt. Ltd.

ADDENDUM : NOTICE TO INVESTORS

This is with reference to the red herring prospectus dated January 11, 2017 ("Red Herring Prospectus") filed by BSE Limited ("Exchange") with the Registrar of Companies, Maharashtra at Mumbai and submitted with the Securities and Exchange Board of India ("SEBI") and the abridged prospectus issued in relation to the Offer. All capitalized terms used herein shall, unless the context otherwise require, have the meanings ascribed to such terms in the Red Herring Prospectus.

1. In light of the amendments to the SECC Regulations and the FEMA Regulations by way of the Securities Contracts (Regulation) (Stock Exchanges and Clearing Corporations) (Amendment) Regulations, 2017, ("SECC Amendment Regulations"), which was notified in the Official Gazette on January 12, 2017, and the Foreign Exchange Management (Transfer or Issue of Security by a Person Resident outside India) (Amendment) Regulations, 2017 ("FEMA Amendment Regulations"), which was notified in the Official Gazette on January 10, 2017, respectively, investors should note that:

The SECC Regulations, pursuant to the SECC Amendment Regulations, permits foreign stock exchanges, foreign depositories, foreign banking companies, foreign insurance companies, and foreign commodity derivative exchanges, either individually or together with persons acting in concert, to acquire or hold, directly or indirectly, up to 15% of the paid up equity share capital of a recognised stock exchange, provided that such entities are recognised/ incorporated outside India. Such shareholding shall however be subject to, and in accordance with, the provisions of the SECC Regulations. Additionally, the SECC Regulations, pursuant to the SECC Amendment Regulations, and the FEMA Regulations, pursuant to the FEMA Amendment Regulations, have permitted FPIs to acquire shares of a recognised stock exchange in the primary market. Accordingly, the Red Herring Prospectus is hereby amended as follows:

- The last paragraph of risk factor 45, 'Risk Factors – Regulation of ownership of Indian securities may hamper our ability to raise capital.' on page 39 of the Red Herring Prospectus is suitably amended to this effect.
- The first paragraph on page 159 of the Red Herring Prospectus under 'Regulations and Policies in India – Securities Contracts (Regulation) (Stock Exchanges and Clearing Corporations) Regulations, 2012 ("SECC Regulations") – Shareholding of stock exchanges'; the second paragraphs under 'Terms of the Offer – Compliance with SECC Regulations – Restrictions on shareholding in a recognised stock exchange' on page 573 of the Red Herring Prospectus; and the second paragraphs under 'Offer Procedure – Part A – Compliance with SECC Regulations – Restrictions on shareholding in a recognised stock exchange' on page 584 of the Red Herring Prospectus are suitably amended to this effect.
- The fifth paragraph under 'Restrictions on Foreign Ownership of Indian Securities' on page 578 of the Red Herring Prospectus is suitably amended to this effect.
- The first sentence of the third paragraph under 'Offer Procedure – Part A – Bids by FPIs and Fills' on page 586 of the Red Herring Prospectus is suitably amended to this effect.
- Point number 25 under 'Offer Procedure – General Instructions – Do's' on page 591 of the Red Herring Prospectus shall be omitted.
- All references in the Red Herring Prospectus, including on pages 39, 159, 573, 578 and 584 of the Red Herring Prospectus, to FPIs or Fills being restricted from acquiring shares in the recognised stock exchange, except otherwise than through the secondary market, shall be omitted.
- All references to the heading, 'Regulations and Policies in India – Certain Regulatory Proposals - Cabinet increases the limit for foreign investment in Stock Exchanges from 5% to 15%' and the contents below it on page 162 of the Red Herring Prospectus shall be omitted.

CORRIGENDUM : NOTICE TO INVESTORS

This is with reference to the red herring prospectus dated January 11, 2017 ("Red Herring Prospectus") filed by BSE Limited ("Exchange") with the Registrar of Companies, Maharashtra at Mumbai and submitted with the Securities and Exchange Board of India ("SEBI") and the abridged prospectus issued in relation to the Offer. All capitalized terms used herein shall, unless the context otherwise require, have the meanings ascribed to such terms in the Red Herring Prospectus.

a. All references in the Red Herring Prospectus, including on pages 573 and 585 of the Red Herring Prospectus under 'Terms of the Offer – Compliance with SECC Regulations – Shareholding of the Public in a recognised stock exchange'; and 'Offer Procedure – Compliance with SECC Regulations – Shareholding of the Public in a recognised stock exchange', respectively, to each Bidder being required to certify if it is a trading or clearing member or an associate or agent of a trading or clearing member in the Bid cum Application Form, are hereby amended and replaced as follows:

"In this regard, each Bidder would need to certify in the Bid cum Application Form that if it is a trading or clearing member or an associate or agent of a trading or clearing member of a recognised stock exchange, it shall ensure that its details are updated on the electronic interface provided by the relevant stock exchange (i.e. the electronic member interface provided by the stock exchange to its trading members to update the relevant details relating to associates and agents, not being the bidding system), which will be the sole responsibility of the Bidder."

b. The reference on page 84 of the Red Herring Prospectus to 30,297,598 being the number of voting rights in relation to public shareholders under Row (B) Column (IX) of the shareholding pattern of the Exchange should be read as 30,297,698.

Accordingly, the Red Herring Prospectus, the abridged prospectus and the Bid cum Application Forms stand amended to the extent stated hereinabove. The relevant changes shall be reflected in the Prospectus to be filed with the RoC.

This addendum cum corrigendum should be read in conjunction with the Red Herring Prospectus, the abridged prospectus and the Bid cum Application Forms. The information in this addendum cum corrigendum supplements / amends the Red Herring Prospectus, the abridged prospectus and the Bid cum Application Forms.

For BSE Limited

On behalf of the Board of Directors

Sd/

Company Secretary and Compliance Officer

Date: January 18, 2017

Place: Mumbai

BSE LIMITED is proposing, subject to applicable statutory and regulatory requirements, receipt of requisite approvals, market conditions and other considerations, to make an initial public offer of its Equity Shares and has filed the RHP with the RoC. The RHP will be available on the websites of SEBI and NSE at www.sebi.gov.in and www.nseindia.com, respectively, and at the websites of the GCBRLMs to the Offer at www.edelweissfin.com, www.axiscapital.co.in, www.jefferies.com and www.nomuraholdings.com/company/group/asia/india/index.html, BRLMs to the Offer at www.motilalowsalgroupp.com, www.sbicaps.com and www.smcapitals.com, and Co-BRLM to the Offer at www.sparkcapital.in respectively. Any potential investor should note that investment in equity shares involves a high degree of risk and for details relating to the same, please see "Risk Factors" on page 19 of the RHP. Potential investors should not rely on the Draft Red Herring Prospectus filed with SEBI for making any investment decision.

The Equity Shares have not been and will not be registered, listed or otherwise qualified in any other jurisdiction outside India and may not be offered or sold, and Bids may not be made by persons in any such jurisdiction, except in compliance with the applicable laws of such jurisdiction. The Equity Shares have not been and will not be registered under the US Securities Act of 1933 ("U.S. Securities Act") or any state securities laws in the United States and may not be offered or sold within the United States, except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and in accordance with any applicable United States state securities laws. Accordingly, any offering or sale of securities of the Exchange in the United States will be made in a transaction not involving a "public offering" and subject to an exemption from the registration requirements of Section 5 of the U.S. Securities Act and only to a person who is a "qualified institutional buyer" as defined in Rule 144A under the U.S. Securities Act (a "U.S. QIB") who is also a qualified purchaser (a "QP") as defined under the U.S. Investment Company Act and an institutional "accredited investor" as defined in Rule 501(a)(1), (2), (3) or (7) of Regulation D under the U.S. Securities Act (an "IAI"), and a person who is a U.S. QIB, a QP and an IAI, an "Entitled Qualified Purchaser"). Any offering or sale of securities of the Exchange outside the U.S. will be made in offshore transactions in reliance on Regulation S under the U.S. Securities Act only to (a) non-U.S. persons or to (b) U.S. persons who are Entitled Qualified Purchasers and are located outside the United States.