

White House, 3rd Floor, Kolkata - 700 016 |
Tel: 033 4007 1704, 033 2226 8882
Email: info@bmwil.co.in
Website: www.bmwil.co.in
CIN: L51109WB1981PLC03452

NOTICE

Notice is hereby given that pursuant to Regulation 29 and Part A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), that the meeting of the Board of Directors of the Company will be held on Wednesday, 14th August, 2019 at the Registered Office of the Company at White House, 119, Park Street, 3rd Floor, Kolkata-700016 to inter alia, consider and approve the Standalone and Consolidated Unaudited Financial Results of the Company for the quarter ended 30th June, 2019.

By order of the Board
For BMW Industries Limited
Sd/-

Arbind Kumar Jain

Date: 31st July, 2019 Company Secretary
Place: Kolkata Membership No- A23017



SPECIALITY RESTAURANTS LTD.
CIN: L55101WB1999PLC090672
Regd. Office: "Uniworth House"
3A, Gurusaday Road, Kolkata 700 019.
Tel.No. (91 33) 2283 7964/65/66.
Fax No. (91 33) 2280 9282.
Website: www.speciality.co.in
Email: corporate@speciality.co.in

NOTICE

Pursuant to Regulation 29 read with Regulation 47 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Notice is hereby given that a Meeting of the Board of Directors of the Company will be held on Friday, August 9, 2019, inter-alia, to consider the following matters:-

1. Approval of the standalone and consolidated unaudited financial results of the Company for the quarter ended June 30, 2019.
2. Any other matters with the consent of the Chairman.

This information is also available on the Company's website at www.speciality.co.in and may also be available on the Stock Exchanges at www.nseindia.com and www.bseindia.com.

For SPECIALITY RESTAURANTS LIMITED
Sd/-

Place: Mumbai Avinash Kinshikar
Date: July 30, 2019 Company Secretary & Legal Head

EXIT OFFER PUBLIC ANNOUNCEMENT PURSUANT TO SECURITIES AND EXCHANGE BOARD OF INDIA ("SEBI") CIRCULAR NO. SEB/HO/MRD/DSA/CIR/P/2016/110 DATED OCTOBER 10, 2016 ("EXIT CIRCULAR") FOR THE ATTENTION OF THE SHAREHOLDERS OF M/S NISTHA TRADERS LIMITED

CIN: U52110DL1985PLC020157

Registered Office: 16B/9, Bolni Chamber, D. B. Gupta Road, Dev Nagar, Delhi 110005

Tel. No.:+91 9062699582; Email: nistha_7@hotmail.com

This Exit Offer Public Announcement ("Exit Offer PA") is being issued by Mr. Shyam Sunder Agarwal residing at 7B, Sreeram Garden, 15, Belvedere Road, Kolkata, West Bengal-700027, ("Offering Promoter"), one of the promoters of M/s Nistha Traders Limited ("Nistha" or "the Company" or "the ELC"), on behalf of the Promoter Group of Nistha to provide exit opportunity to the Shareholders of the Company in terms of the Exit Circular. Nistha Traders Limited was listed on Delhi Stock Exchange Limited ("DSE"). Post the de-recognition of DSE by SEBI, the ELC was shifted to the Dissemination Board ("DB") of BSE Limited ("BSE").

SEBI, vide the Exit Circular, has stipulated the procedure for exit of Exclusively Listed Companies ("ELCs") from the DB. In terms of clause (i) of Annexure A of the Exit Circular, the Offering Promoter has appointed Turnaround Corporate Advisors Private Limited, a Category-I Merchant Banker registered with SEBI and empanelled as an Expert Valuer on the panel of BSE ("Independent Valuer") for valuation of shares of Nistha and related services. The Independent Valuer, after taking into account the applicable valuation methodologies, has issued its valuation report dated July 31, 2019 and determined the fair value of One Equity Share of Nistha as Rs. 23.45 (Rupees Twenty Three and Paise Forty Five only).

In view of the above, the Offering Promoter has decided to offer exit to the Shareholders of the Company at price of Rs. 23.45 (Rupees Twenty Three and Paise Forty Five only) per Equity Share (equivalent to the fair value per Equity Share as determined by the Independent Valuer) ["Offer Price"].

Further, SEBI vide its letter MRD/OW/DSA/2017/17463/1 dated July 25, 2017 communicated to the BSE and National Stock Exchange of India Limited ("NSE") ["SEBI Letter"], inter-alia, permitted that, shareholders/investors who are willing to remain as shareholders of the Company and do not want an exit may be allowed to do so and the Designated Stock Exchange (in the present case BSE) may obtain an undertaking from the investors who do not want an exit; consequentially the exit obligation of the Promoters will be reduced accordingly.

In terms of above mentioned SEBI Letter, Shareholders who are willing to remain as shareholders of the Company and do not want an exit shall send an undertaking to this effect (in the format available at the website of BSE, www.bseindia.com under the link http://www.bseindia.com/investors/exercising_option.aspx?expandable=6) either by Registered Post/Speed Post/Courier, at their own risk or by hand delivery at the registered office of Nistha at 16B/9, Bolni Chamber, D. B. Gupta Road, Dev Nagar, Delhi 110005 within 7 days of publication of this Exit Offer PA i.e. on or before the closure of business hours on Thursday, August 08, 2019.

Post the expiry of aforementioned 15 days period, the Offering Promoter will initiate the process of making an Exit Offer to those shareholders who have not opted to continue as shareholders of Nistha ("Remaining Shareholders"). Offering Promoter undertakes that Offer Letter containing the relevant details relating to Exit Offer including dates of Opening and Closing of Exit Offer, Offer Price, documents required to be submitted for participating in Exit Offer shall be sent to Remaining Shareholders for participating in the Exit Offer.

In accordance with the Exit Circular read with the Circulars/Notices issued by BSE Limited ("BSE Guidelines"), Offering Promoter will open an Escrow Account with Scheduled Commercial Bank and deposit an amount equivalent to more than the 100% of the Total Consideration (Offer Price* Remaining Shareholders) payable under the Exit Offer at least one day before the publication of follow-up Public Announcement.

In the event that all the Shareholders (other than the Promoters) of the Company give an undertaking to the effect that they are willing to remain as shareholders of the Company and do not want an exit, the offering promoter would not be obligated to provide an exit to the public shareholders of the Company and as a corollary there will be no requirement or obligation on the offering promoter to open an escrow account.

Shareholding Details: As on the date of this Exit Offer PA, the paid up share capital of the ELC is Rs. 3,99,20,000 consisting of 39,92,000 Equity Shares of Rs. 10 each. Out of these, Promoter Group holds 9,00,000 equity shares representing 23.00% of the Paid up Equity Share Capital and balance 30,92,000 equity shares representing 77.00% of the Paid up Equity Share Capital are held by the Public Shareholders.

This Exit Offer PA is expected to be available at the website of BSE at www.bseindia.com and at the website of Independent Valuer at www.tcagroup.in

For and on behalf of Promoters of Nistha Traders Limited,
Sd/-

Place: New Delhi
Date: July 31, 2019

(SHYAM SUNDER AGARWAL)
Offering Promoter

EXIT OFFER PUBLIC ANNOUNCEMENT PURSUANT TO SECURITIES AND EXCHANGE BOARD OF INDIA ("SEBI") CIRCULAR NO. SEB/HO/MRD/DSA/CIR/P/2016/110 DATED OCTOBER 10, 2016 ("EXIT CIRCULAR") FOR THE ATTENTION OF THE SHAREHOLDERS OF M/S FOCUS AGRO PRODUCTS LIMITED

CIN: U0112

Registered Office: 16B/9, Bolni Chamber, D. B. Gupta Road, Dev Nagar, Delhi 110005

Tel. No.:+91 9062699582

This Exit Offer Public Announcement ("Exit Offer PA") is being issued by Mr. Shyam Sunder Agarwal residing at 7B, Sreeram Garden, 15, Belvedere Road, Kolkata, West Bengal-700027, ("Offering Promoter"), one of the promoters of M/s Focus Agro Products Limited ("Focus" or "the Company" or "the ELC"), on behalf of the Promoter Group of Focus to provide exit opportunity to the Shareholders of the Company in terms of the Exit Circular. Focus Agro Products Limited was listed on Uttar Pradesh Stock Exchange Limited ("UPSE") by SEBI, the ELC was shifted to the Dissemination Board ("DB") of BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE").

SEBI, vide the Exit Circular, has stipulated the procedure for exit of Exclusively Listed Companies ("ELCs") from the DB. In terms of clause (i) of Annexure A of the Exit Circular, the Offering Promoter has appointed Turnaround Corporate Advisors Private Limited, a Category-I Merchant Banker registered with SEBI and empanelled as an Expert Valuer on the panel of BSE ("Independent Valuer") for valuation of shares of Focus and related services. The Independent Valuer, after taking into account the applicable valuation methodologies, has issued its valuation report dated July 31, 2019 and determined the fair value of One Equity Share of Focus as Rs. 16.47 (Rupees Sixteen and Paise Forty Seven only).

In view of the above, the Offering Promoter has decided to offer exit to the Shareholders of the Company at price of Rs. 16.47 (Rupees Sixteen and Paise Forty Seven only) per Equity Share (equivalent to the fair value per Equity Share as determined by the Independent Valuer) ["Offer Price"].

Further, SEBI vide its letter MRD/OW/DSA/2017/17463/1 dated July 25, 2017 communicated to the BSE and National Stock Exchange of India Limited ("NSE") ["SEBI Letter"], inter-alia, permitted that, shareholders/investors who are willing to remain as shareholders of the Company and do not want an exit may be allowed to do so and the Designated Stock Exchange (in the present case BSE) may obtain an undertaking from the investors who do not want an exit; consequentially the exit obligation of the Promoters will be reduced accordingly.

In terms of above mentioned SEBI Letter, Shareholders who are willing to remain as shareholders of the Company and do not want an exit shall send an undertaking to this effect (in the format available at the website of BSE, www.bseindia.com under the link http://www.bseindia.com/investors/exercising_option.aspx?expandable=6) either by Registered Post/Speed Post/Courier, at their own risk or by hand delivery at the registered office of Focus at 16B/9, Bolni Chamber, D. B. Gupta Road, Dev Nagar, Delhi 110005 within 15 days of publication of this Exit Offer PA i.e. on or before the closure of business hours on Thursday, August 08, 2019.

Post the expiry of aforementioned 15 days period, the Offering Promoter will initiate the process of making an Exit Offer to those shareholders who have not opted to continue as shareholders of Focus ("Remaining Shareholders"). Offering Promoter undertakes that Offer Letter containing the relevant details relating to Exit Offer including dates of Opening and Closing of Exit Offer, Offer Price, documents required to be submitted for participating in Exit Offer shall be sent to Remaining Shareholders for participating in the Exit Offer.

In the event that all the Shareholders (other than the Promoters) of the Company give an undertaking to the effect that they are willing to remain as shareholders of the Company and do not want an exit, the offering promoter would not be obligated to provide an exit to the public shareholders of the Company and as a corollary there will be no requirement or obligation on the offering promoter to open an escrow account.

Shareholding Details: As on the date of this Exit Offer PA, the paid up share capital of the ELC is Rs. 4,50,00,000 consisting of 45,00,000 Equity Shares of Rs. 10 each. Out of these, Promoter Group holds 12,00,000 equity shares representing 27.00% of the Paid up Equity Share Capital and balance 33,00,000 equity shares representing 73.00% of the Paid up Equity Share Capital are held by the Public Shareholders.

This Exit Offer PA is expected to be available at the website of BSE at www.bseindia.com and at the website of Independent Valuer at www.tcagroup.in

Place: New Delhi
Date: July 31, 2019

For and on behalf of Promoters of Focus Agro Products Limited,
Sd/-