

www.bseindia.com

Chief Manager (IT)

Casey Investment Company Private Limited
Chief Manager
Publicity Dept., Head Office

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

CIN: U65990MH2003PTC030348
Registered Office: 146, Chinar Building, Sher-e-Punjab, CHS Ltd., Off Mahakali Caves Road, Andheri (East), Mumbai -400093
Tel. No.: + 91- 9873698848; Email: nashvilleinvestment@yahoo.com

This Exit Offer Public Announcement ("Exit Offer PA") is being issued by M/s Nagina Investments and Finance Limited, a company incorporated under the provisions of the Companies Act, 1956 and having its registered office at 1206, Surya Kiran Building, 19, Kasturba Gandhi Marg, New Delhi -110001 ("Offering Promoter"), one of the Promoters of "the ELC", on behalf of Promoter Group of Nashville to provide exit opportunity to the Public Shareholders of Nashville in terms of the Exit Circular.

Nashville was listed on Delhi Stock Exchange Limited ("DSE"). Post the de-recognition of DSE by SEBI, Nashville 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 Nashville and related services. The Independent Valuer, after taking into account the applicable valuation methodologies, has issued its valuation report dated July 03, 2017 and determined the fair value of One Equity Share of Nashville as Rs. 9.99 (Rupees Nine and Paise Ninety Nine only).

In view of the above, the Offering Promoter has decided to offer exit to the Public Shareholders of Nashville at price of Rs. 9.99 (Rupees Nine and Paise Ninety Nine 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, public 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; consequently the exit obligation of the Promoters will be reduced accordingly.

In terms of above mentioned SEBI Letter, Public Shareholders who are willing to remain as shareholders of Nashville 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 Nashville at 146, Chinar Building, Sher-e-Punjab, CHS Ltd., Off Mahakali Caves Road, Andheri (East), Mumbai -400093 within 15 days of publication of this Exit Offer PA i.e on or before the closure of business hours on Tuesday, October 31, 2017.

Post the expiry of aforementioned 15 days period, the Offering Promoter will initiate the process of Exit Offer to those public shareholders who have not opted to continue as shareholders of Nashville ("Remaining Public 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 Public 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 Public Shareholders) payable under the Exit Offer at least one day before the dispatch of Exit Offer Letter.

Shareholding Details: As on the date of this Exit Offer PA, the paid up share capital of Nashville is Rs. 107,800,000 consisting of 10,780,000 Equity Shares of Rs. 10 each. Out of these, Promoter Group holds 3,745,000 Equity Shares representing 34.74% of the Paid up Equity Share Capital and balance 7,035,000 Equity Shares representing 65.26% 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 Nagina Investments and Finance Limited
[Offering Promoter]
Sd/-

(MULLAMUTTL THOMAS)
Director
DIN:02378063

Place : New Delhi
Date : October 14, 2017

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

CIN: U92119DL1983PLC015115
Registered Office: 1206, Surya Kiran Building, 19, Kasturba Gandhi Marg, New Delhi -110001
Tel. No.: 011-43550617; Email: luckystar67@yahoo.com

This Exit Offer Public Announcement ("Exit Offer PA") is being issued by M/s Casey Investment Company Private Limited, a company incorporated under the provisions of the Companies Act, 1956 and having its registered office at 146, Chinar Building, Sher-e-Punjab, CHS Ltd., Off Mahakali Caves Road, Andheri (East), Mumbai -400093 ("Offering Promoter"), one of the Promoters of M/s Lucky Star Entertainment Limited ("Lucky Star" or "the Company" or "the ELC"), on behalf of Promoter Group of Lucky Star to provide exit opportunity to the Public Shareholders of Lucky Star in terms of the Exit Circular.

Lucky Star was listed on Delhi Stock Exchange Limited ("DSE"). Post the de-recognition of DSE by SEBI, Lucky Star 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 Lucky Star and related services. The Independent Valuer, after taking into account the applicable valuation methodologies, has issued its valuation report dated July 03, 2017 and determined the fair value of One Equity Share of Lucky Star as Rs. 5.90 (Rupees Five and Paise Ninety only).

In view of the above, the Offering Promoter has decided to offer exit to the Public Shareholders of Lucky Star at price of Rs. 5.90 (Rupees Five and Paise Ninety 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, public 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; consequently the exit obligation of the Promoters will be reduced accordingly.

In terms of above mentioned SEBI Letter, Public Shareholders who are willing to remain as shareholders of Lucky Star 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 Lucky Star at 1206, Surya Kiran Building, 19, Kasturba Gandhi Marg, New Delhi -110001 within 15 days of publication of this Exit Offer PA i.e on or before the closure of business hours on Tuesday, October 31, 2017.

Post the expiry of aforementioned 15 days period, the Offering Promoter will initiate the process of Exit Offer to those public shareholders who have not opted to continue as shareholders of Lucky Star ("Remaining Public 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 Public 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 Public Shareholders) payable under the Exit Offer at least one day before the dispatch of Exit Offer Letter.

Shareholding Details: As on the date of this Exit Offer PA, the paid up share capital of Lucky Star is Rs. 383,650,000 consisting 38,365,000 Equity Shares of Rs. 10 each. Out of these, Promoter Group holds 8,364,910 Equity Shares representing 21.80% of the Paid up Equity Share Capital and balance 30,000,090 Equity Shares representing 78.20% 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 M/s Casey Investment Company Private Limited
[Offering Promoter]
Sd/-

(THASMA RAJARAM JAWAHARLAL)
Director
DIN:00564251

Place : New Delhi
Date : October 14, 2017