



**SWISS
MILITARY**

June 22, 2022

BSE Limited
Department of Corporate Services
Phirozee Jeejeebhoy Towers,
Dalal Street, Fort, Mumbai 400 001
Scrip Code: 523558

Dear Sir/Madam,

Sub: Update on Rights Issue- In-principle approval from BSE Limited

This is in continuation to our letter dated May 09, 2022, with regard to submission of Draft letter of offer to BSE Limited for In-principle of proposed Rights Issue of 9,82,96,996 fully paid-up Equity Shares of face value of Rs. 2 each (“Rights Equity Shares”) of the Company for cash at a price of Rs. 4.50/- (Including premium of Rs. 2.50/- each) per Rights Equity Share for an aggregate amount up to Rs. 44,23,36,482/- on rights basis to the existing equity shareholders of the Company in the ratio of 1 (one) Rights Equity Share for every 1 (one) fully paid-up Equity Share held by the existing Equity Shareholders on the record date (to be notified later), pursuant to the provisions of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.

In this regard, we are pleased to inform that the company has received in-principle approval from BSE Limited vide their letter dated June 21, 2022 and necessary formalities for completion of proposed Rights Issue will be completed in due course.

We are enclosing a copy of in-principle approval for your reference.

Thanking You,

For SWISS MILITARY CONSUMER GOODS LIMITED


VIKAS JAIN
COMPANY SECRETARY



SWISS MILITARY CONSUMER GOODS LIMITED

Regd. Office: W-39, Okhla Industrial Area, Phase-II, New Delhi – 110020

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www.swissmilitaryshop.com, CIN: L51100DL1989PLC034797

DCS/RIGHT/JR/FIP/2343/2022-23

“E-Letter”

June 21, 2022

**The Company Secretary,
Swiss Military Consumer Goods Ltd**
W-39, Okhla Industrial Area, Phase-II,
New Delhi, Delhi, 110020.

Dear Sir/Madam,

Sub: **Proposed Rights Issue of Equity shares by the Company.**

We refer to your application dated May 10, 2022 and are pleased to inform you **Swiss Military Consumer Goods Ltd** may use the name of this Exchange in its Letter of Offer, of its proposed rights issue of Equity Shares, provided the Company prints the “DISCLAIMER CLAUSE” as given below in its Letter of Offer after the “DISCLAIMER CLAUSE” of SEBI and also in all the advertisements relating to the Company’s Rights Issue where this Exchange’s name is mentioned.

“BSE Limited (“the Exchange”) has given vide its letter dated June 21, 2022, permission to this Company to use the Exchange’s name in this Letter of Offer as the stock exchange on which this Company’s securities are proposed to be listed. The Exchange has scrutinized this letter of offer for its limited internal purpose of deciding on the matter of granting the aforesaid permission to this Company. The Exchange does not in any manner:

- Warrant, certify or endorse the correctness or completeness of any of the contents of this letter of offer; or
- Warrant that this Company’s securities will be listed or will continue to be listed on the Exchange; or
- Take any responsibility for the financial or other soundness of this Company, its promoters, its management or any scheme or project of this Company;

and it should not for any reason be deemed or construed that this letter of offer has been cleared or approved by the Exchange. Every person who desires to apply for or otherwise acquires any securities of this Company may do so pursuant to independent inquiry, investigation and analysis and shall not have any claim against the Exchange whatsoever by reason of any loss which may be suffered by such person consequent to or in connection with such subscription/acquisition whether by reason of anything stated or omitted to be stated herein or for any other reason whatsoever”

You may insert the following lines instead of the entire disclaimer clause in all the advertisements relating to the Company’s rights issue where this Exchange’s name is mentioned:

“It is to be distinctly understood that the permission given by BSE Limited should not in any way be deemed or construed that the letter of offer has been cleared or approved by BSE Limited, nor does it certify the correctness or completeness of any of the contents of the letter of offer. The investors are advised to refer to the letter of offer for the full text of the Disclaimer clause of the BSE Limited”.

For the purpose of issuing right securities, a record date should be fixed by the Company for which at least three working days advance notice should be given to the Exchange. Further you are required to disclose and intimate to the exchange the rights issue price of the equity shares, at least 3 working days prior to the record date.

The Company has to comply with all the legal and statutory formalities / compliances before finalizing its offer documents. The Company will be responsible for the disclosures made in/ omitted from the offer documents. The Company will be solely responsible for any consequence arising due to non-disclosure, suppression and/ or mis-statement of information in the offer document, non-issuance of corrigendum, wherever applicable, and/or non-intimation of such information to the Exchange and its shareholders.

The Company should comply with all applicable statutory requirements, as applicable to the Rights issue of the Company.

The Exchange is also pleased to grant its in-principle approval for listing of equity shares proposed to be issued on rights basis, subject to the Company’s completing post-issue requirements and complying with the necessary statutory, legal & listing formalities.

In addition to above, the company should note that as per Schedule XIX – Para (2) of ICDR Regulations and as specified in SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2019/94 dated August 19, 2019, “the issuer or the issuing company, as the case may be, shall, make an application for listing, **within twenty days** from the date of allotment, to one or more recognized stock exchange(s)” along with the documents specified by stock exchange(s) from time to time. Any Non-compliance with the above requirement will attract, the fine as mentioned in SEBI circular no. SEBI/HO/CFD/DIL2/CIR/P/2019/94 dated August 19, 2019.

You are also requested to ensure the following: -

- Ten Printed copies of Letter of Offer and Composite Application Form should be sent to us at the same time it is dispatched to the shareholders. The Company should confirm that the posting of letter of offer & composite application form has been completed, whereupon dealings in Letters of Renunciation of the new securities will be permitted on the Exchange.
- The Company shall ensure that it has entered into agreements with all the depositories for dematerialization of securities. They shall also ensure that an option be given to the investors to receive allotment in dematerialized form through any of the depositories.
- The Company should deposit with the Exchange an amount equivalent to 1% of the securities offered for subscription, before the opening of the issue, with the Designated Exchange and shall have to obtain clearance from SEBI in respect of investors' complaints relating to the issue before claiming refund of such amount.
- The Company should get the Basis of Allotment of its Rights securities approved by the Designated Stock Exchange, even in the case of under-subscription.
- As per the Regulation 6(1) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, qualified Company Secretary should be the Compliance officer of the Company. You are requested to incorporate the same in the final offer document.
- To make payment of all applicable charges levied by the Exchange for usage of any system, software or similar such facilities provided by BSE which the company shall avail to issue & list securities for which the approval given vide this letter.

Further, noted that on page no. 32 of Draft letter of offer, the Board of Directors have restricted disposal of the equity shares held by the members of the Promoters and Promoters Group, by placing the equity shares, presently held by the members of the Promoters and Promoters Group and also Shares acquired by / allotted to the members Promoters and Promoters Group pursuant to the proposed rights issue, under lock in for a period of upto 3 years, commencing from the date of allotment of securities pursuant to the proposed right issue. Kindly ensure the same at the time of Listing of securities pursuant to the right issue.

Yours faithfully,

Sd/-

Sabah Vaze
Manager