

**SHARE SWAP FORM****SISTEMA SHYAM TELESERVICES LIMITED**

(Incorporated on 20 April 1995 under the Companies Act, 1956)

**Registered Office:** MTS Tower, Amrapali Circle, Vaishali Nagar, Jaipur 302 021

Offer for swap of fully paid-up equity shares of Sistema Shyam Teleservices Limited ("SSTL") of face value of Rs. 10 each with fully paid-up equity shares of Reliance Communications Limited ("RCOM") of face value of Rs. 5 each in the ratio of 11.5:1.

Swapcloses on: 20.03.2018

**Form of Acceptance-cum-Acknowledgment**

To,  
Karvy Computershare Pvt. Ltd.,  
Karvy Selenium Tower B, Plot No 31 & 32, Gachibowli, Financial District,  
Nanakramguda, Serilingampally, Hyderabad – 500008,

**Re: Letter dated 11.01.2018 (the "Letter") for swap of fully paid-up equity shares of Sistema Shyam Teleservices Limited ("SSTL") of face value of Rs. 10 each with fully paid-up equity shares of Reliance Communications Limited ("RCOM") of face value of Rs. 5 each in the ratio of 11.5:1**

Dear Sir/Madam,

This is with reference to the letter dated 11.01.2018 received from you in relation to the swap of fully paid-up equity shares of SSTL of face value of Rs. 10 each with fully paid-up equity shares of RCOM of face value of Rs. 5 each in the ratio of 11.5:1.

We confirm that we wish to participate in the share swap and hereby tender \_\_\_\_\_ equity shares held by us in SSTL in the share-swap.

Details of the Shareholder	
Name	
Address	
Place of business	
Telephone Number	
Fax No.	
E mail	

Status of the Swap Shareholder (Please tick whichever is applicable)			
<input type="checkbox"/> Individual	<input type="checkbox"/> Company	<input type="checkbox"/> FII/FPI-Corporate	<input type="checkbox"/> FII/FPI-Others
<input type="checkbox"/> QFI	<input type="checkbox"/> FVCI	<input type="checkbox"/> Partnership/Proprietorship firm/LLP	<input type="checkbox"/> Private Equity Fund
<input type="checkbox"/> Pension/Provident Fund	<input type="checkbox"/> Sovereign Wealth Fund	<input type="checkbox"/> Foreign Trust	<input type="checkbox"/> Financial Institution
<input type="checkbox"/> NRIs/PIOs-repatriable	<input type="checkbox"/> NRIs/PIOs-non-repatriable	<input type="checkbox"/> Insurance Company	<input type="checkbox"/> OCB
<input type="checkbox"/> Domestic Trust	<input type="checkbox"/> Banks	<input type="checkbox"/> Association of person/body of individual	<input type="checkbox"/> Any others, please specify

I/We refer to the Letter dated 11.01.2018 for swap of Equity Shares held by me/us in SSTL. Capitalised terms not defined here shall have the meanings ascribed to them under the Letter.

**FOR EQUITY SHARES HELD IN DEMAT FORM**

I/We, holding the Equity Shares in dematerialized form, accept the swap and enclose a photocopy of the delivery instruction in "Off-market" mode, duly acknowledged by my/our DP in respect of my/our Equity Shares as detailed below:

DP Name	DP ID	Client ID	Name of Beneficiary	No. of Equity Shares

I/We have executed an off-market transaction for crediting the Equity Shares to the Demat Account with KARVY STOCK BROKING LTD. as the DP in NSDL styled SISTEMA SHYAM TELESERVICES LIMITED - SHARES SWAP DEMAT ACCOUNT whose particulars are:

DP Name	DP ID	Client ID
KARVY STOCK BROKING LTD.	IN300394	19781386

Swap Shareholders having their beneficiary account with CDSL will have to use inter-depository slip for the purpose of crediting their Equity Shares in favour of the Escrow Demat Account with NSDL.

I/We confirm that the Equity Shares which are being swapped herewith by me/us under this swap, are free from liens, charges, equitable interests and encumbrances and are being tendered together with all rights attached thereto, including all rights to dividends, bonuses and rights offers, if any, declared hereafter and that I/we have obtained any necessary consents to swap the Equity Shares on the foregoing basis. I/We also note and understand that the obligation on SSTL to issue New Equity Shares to me/us arises only after verification of the certification, documents and signatures submitted along with this Form of Acceptance-cum-Acknowledgment by the Swap Shareholders.

I/We confirm that there are no tax or other claims pending against us which may affect the legality of the transfer of Equity Shares under the Income Tax Act, 1961. I/we are not debarred from dealing in Equity Shares.

I/We authorise SSTL to credit the New Equity Shares pursuant to share swap by depository mode, at my/our risk, in full and final settlement due to me/us and/or other documents or papers or correspondence to the sole/first holder at the depository details and the address mentioned above.

**SWAP SHAREHOLDERS ARE REQUESTED TO NOTE THAT THE FORM OF ACCEPTANCE-CUM-ACKNOWLEDGEMENT/EQUITY SHARES THAT ARE RECEIVED BY SSTL AFTER THE CLOSE OF THE SWAP i.e., 20.03.2018 SHALL NOT BE ACCEPTED UNDER ANY CIRCUMSTANCES AND HENCE ARE LIABLE TO BE REJECTED.**

I/We, have enclosed the following documents:

- \_\_\_\_\_;
- \_\_\_\_\_

Yours faithfully,  
Signed and Delivered

	Full name(s) of the holder	PAN	Signature(s)
First/Sole Holder			
Joint Holder 1			

Note: In case of joint holdings, all holders must sign. In case of body corporate, the company seal should be affixed and necessary board resolutions should be attached.

Place: \_\_\_\_\_

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

**IMPORTANT INSTRUCTIONS**

- The shareholder, if he/she/it wishes to avail itself of this share-swap, is required to submit Acceptance-cum-Acknowledgment form, duly completed and signed.
- The shareholder needs to submit the Acceptance-cum-Acknowledgment form with SSTL in the prescribed format on or before 20.03.2018 with the R&T Agent viz. Karvy Computershare Pvt. Ltd., Karvy Selenium Tower B, Plot No 31 & 32, Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad – 500008.
- Any tender of equity shares in response to this share-swap shall be irrevocable and binding upon the respective shareholder of SSTL and cannot be amended post submission of the duly filled Acceptance-cum-Acknowledgment form pursuant to this share-swap.

**ACKNOWLEDGEMENT RECEIPT****SISTEMA SHYAM TELESERVICES LIMITED**

(Incorporated on 20 April 1995 under the Companies Act, 1956)

**Registered Office:** MTS Tower, Amrapali Circle, Vaishali Nagar, Jaipur 302 021

Received from \_\_\_\_\_ by letter dated \_\_\_\_\_ accepting the share-swap.  
For Karvy Computershare Pvt. Ltd., Karvy Selenium Tower B, Plot No 31 & 32, Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad – 500008,

Place: Hyderabad

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