



ATSL/CO/13-14/5087
December 19, 2013

To,

National Stock Exchange of India Ltd. Exchange Plaza, 5 th Floor, Plot No.C/1, G Block, Bandra-Kurla Complex Bandra (E), Mumbai 400 051	BSE Ltd. Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400 001
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Dear Sir,

Re.: Cinemax India Limited - Security Trustee for the Term Loan sanctioned to Cine Hospitality Limited (the Company)

We write in capacity as Security Trustee for the Term Loan agg. to Rs. 180 Crores Sanctioned to the Company. The Company has pledged 2,60,92,005 equity shares of Cinemax India Limited (the Pledged Shares) to secure the said Term Loan pursuant to the Pledge Agreement dated 27th November, 2011

In this connection, pursuant to regulations 29(2) of SEBI (SAST) Regulations 2011, we make the attached disclosures in respect of the release of Pledged Shares after receiving no due letters from the lenders. We wish to clarify that we are releasing the Pledged Shares in capacity as Security Trustee and that these disclosures are being made as a matter of abundant caution.

Thanking you.

Yours faithfully,

For Axis Trustee Services Limited (in capacity as Security Trustee)

 **Authorized Signatory**

AXIS TRUSTEE SERVICES LTD.

(A wholly owned subsidiary of Axis Bank)

CORPORATE & REGISTERED OFFICE : Axis House, 2nd Floor, Wadia International Centre, Pandurang Budhkar Marg, Worli, Mumbai - 400 025.

TEL : 022-24252525/43252525

Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1. Name of the Target Company (TC)	Cinemax India Limited		
2. Name(s) of the acquirer/pledgee and Persons Acting in Concert (PAC) with the acquirer	Axis Trustee Services Limited (ATSL) Acting As Security Trustee for Term Loan aggregating to Rs. 180 Crores sanctioned by Indostar Capital Finance Private Limited and L&T Finance Limited to Cine Hospitality Private Limited. Pledge created over below mentioned shares to secure the facility have been released.		
3. Whether the acquirer/ pledgee belongs to Promoter / Promoter group	No		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India Limited BSE Limited		
5. Details of disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable	% w.r.t. total diluted share/voting capital of the TC (*)
<u>Before the acquisition/ release of pledge under consideration, holding of</u> :			
a) Shares carrying voting rights	2,60,92,005	93.19	93.19
b) Voting rights (VR) otherwise than by equity shares	Nil	Nil	Nil
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	Nil	Nil	Nil
Total (a+b+c)	2,60,92,005	93.19	93.19
<u>Details of Acquisition/ release of Pledge:</u>			
a) Shares carrying voting rights	2,60,92,005	93.19	93.19
b) VRs disposed otherwise than by equity shares	Nil	Nil	Nil
c) Warrants/convertible securities/any other instrument that entitles the	Nil	Nil	Nil



acquirer to receive shares carrying voting rights in the TC (specify holding in each category) disposed			
Total (a+b+c)	2,60,92,005	93.19	93.19
<u>After the Acquisition/ Release of Pledge, holding of:</u>			
a) Shares carrying voting rights	Nil	Nil	Nil
b) VRs otherwise than by equity shares	Nil	Nil	Nil
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	Nil	Nil	
Total (a+b+c)	Nil	Nil	Nil
6. Mode of acquisition - Pledge	Axis Trustee Services Limited (ATSL) Acting As Security Trustee for Term Loan aggregating to Rs. 180 Crores sanctioned by Indostar Capital Finance Private Limited and L&T Finance Limited (collectively referred as Lenders) to Cine Hospitality Private Limited. Pledge created over above mentioned shares to secure the facility pursuant to pledge Agreement dated 27.11.2012 has been released on 17 th December, 2013 after payment of the dues by the Company to Lenders.		
7. Date of acquisition/release of pledge of shares	17 th December, 2013		
8. Equity share capital / total voting capital of the TC before the said disposal	2,80,00,000		
9. Equity share capital/ total voting capital of the TC after the said disposal	2,80,00,000		
10. Total diluted share/voting capital of the TC after the said disposal	2,80,00,000		

Note:

(*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

Signature of the Authorised Signatory

Place: Mumbai

Date: 19/12/2013

