

December 19, 2017

**BSE Limited**

Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001

**National Stock Exchange of India Limited**

Exchange Plaza,  
Bandra Kurla Complex,  
Bandra (East),  
Mumbai - 400 051

Dear Sir,

**Ref:** Disclosure by the Promoter(s) to the stock exchange and to the Target Company for encumbrance of shares/invocation of encumbrance/ release of encumbrance, in terms of Regulation 31 (1) and 31 (2) SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

With reference to disclosure requirements by the Promoter(s) to the stock exchange and to the Target Company for encumbrance of shares/invocation of encumbrance/release of encumbrance in terms of Regulation 31 (1) and 31 (2) SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, please find attached herewith our disclosure for creation/ release of encumbrance on the equity shares of Diligent Media Corporation Limited

Request you to kindly take the same on record and oblige.

Thanking you,

Yours faithfully,

For ARM Infra & Utilities Private Limited



Authorised Signatory



For 25FPS Media Private Limited



Authorised Signatory



Encl: As above

CC: Diligent Media Corporation Limited  
18<sup>th</sup> Floor, A Wing, Marathon Futurex,  
N.M Joshi Marg, Lower Parel,  
Mumbai - 400013

(Format for Disclosure by the Promoter (s) to the stock exchange and to the Target Company for encumbrance of shares / invocation of encumbrance / release of encumbrance, in terms of Regulation 31 (1) and 31 (2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011)

|                                                                                             |                                       |
|---------------------------------------------------------------------------------------------|---------------------------------------|
| Name of the Target Company (TC)                                                             | Diligent Media Corporation Limited    |
| Name of the stock exchanges where the shares of the target company are listed               | NSE /BSE                              |
| Date of Reporting                                                                           | 19th December, 2017                   |
| Name of the Promoter or PAC on whose shares encumbrance has been created /invoked /released | ARM Infra & Utilities Private Limited |
|                                                                                             | 25 FPS Media Private Limited          |

Details creation of encumbrance :

| Name of Promoter (s) or PACs with him (**) | Promoter Holding in the target company(1) |                          |                                    | Promoter holding already encumbered (2) |                          |                                             | Details of Event pertaining to encumbrance (3)     |                                                                   |                                                           |              |                          |                                                     | Post event holding of encumbered shares {Creation [(2)+(3)]/release [(2)-(3)]/ invocation[(2)-(3)]} |                          |
|--------------------------------------------|-------------------------------------------|--------------------------|------------------------------------|-----------------------------------------|--------------------------|---------------------------------------------|----------------------------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------|--------------|--------------------------|-----------------------------------------------------|-----------------------------------------------------------------------------------------------------|--------------------------|
|                                            | No of Shares                              | % of total share Capital | % w.r.t. diluted share capital (*) | No of Shares                            | % of total share Capital | Type of event (creation/release invocation) | Date of creation invocation release of encumbrance | Type of encumbrance (pledge/lien /non disposal undertaking/other) | Reasons for encumbrance                                   | No of Shares | % of total share capital | Name of the entity in whose favor shares encumbered | No of Shares                                                                                        | % of total share capital |
| ARM Infra & Utilities Private Limited      | 3,97,68,182                               | 33.79                    | N.A.                               | 2,38,03,306                             | 20.22                    | Release                                     | 12-Dec-17                                          | Pledge                                                            | Collateral Release for Facility of Promoter Group Company | 53,61,500    | 4.55                     | Bajaj Finance Limited                               | 1,84,41,806                                                                                         | 15.67                    |
| ARM Infra & Utilities Private Limited      | 3,97,68,182                               | 33.79                    | N.A.                               | 1,84,41,806                             | 15.67                    | Release                                     | 13-Dec-17                                          | Pledge                                                            | Collateral Release for Facility of Promoter Group Company | 21,87,500    | 1.86                     | IDBI Trusteeship Services Limited                   | 1,62,54,306                                                                                         | 13.81                    |
| ARM Infra & Utilities Private Limited      | 3,97,68,182                               | 33.79                    | N.A.                               | 1,62,54,306                             | 13.81                    | Release                                     | 15-Dec-17                                          | Pledge                                                            | Collateral Release for Facility of Promoter Group Company | 20,17,500    | 1.71                     | Axis Finance Limited                                | 1,42,36,806                                                                                         | 12.10                    |



|                                                                                                        |             |       |      |           |      |         |           |        |                                                           |           |      |                                   |           |      |
|--------------------------------------------------------------------------------------------------------|-------------|-------|------|-----------|------|---------|-----------|--------|-----------------------------------------------------------|-----------|------|-----------------------------------|-----------|------|
| 25 FPS Media Private Limited                                                                           | 4,15,67,113 | 35.31 | N.A. | 49,15,000 | 4.18 | Release | 13-Dec-17 | Pledge | Collateral Release for Facility of Promoter Group Company | 35,75,000 | 3.04 | IDBI Trusteeship Services Limited | 13,40,000 | 1.14 |
| 25 FPS Media Private Limited                                                                           | 4,15,67,113 | 35.31 | N.A. | 13,40,000 | 1.14 | Release | 15-Dec-17 | Pledge | Collateral Release for Facility of Promoter Group Company | 13,40,000 | 1.14 | Axis Finance Limited              | -         | -    |
| Primat Infrapower & Multiventures Private Limited (formerly known as Prime Publishing Private Limited) | 5,909       | 0.01  | N.A. | -         | -    | -       | -         | -      | -                                                         | -         | -    | -                                 | -         | -    |
| Sprit Infrapower & Multiventures Private Limited (formerly known as Sprit Textiles Private Limited)    | 65          | 0.00  | N.A. | -         | -    | -       | -         | -      | -                                                         | -         | -    | -                                 | -         | -    |






Place : Mumbai  
 Date : 19th December, 2017  
 Signature of the Authorised Signatory

(\*\*) The names of all the promoters their shareholding in the target company and their pledged shareholding as on the reporting date should appear in the table irrespective of whether they are reporting on the date of event or not.

(\*) Total share capital to be taken as per the latest filing done by the company to the Stock Exchange under Regulation 31 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2016. 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.