

CORRIGENDUM TO THE PUBLIC ANNOUNCEMENT TO THE EQUITY SHAREHOLDERS OF FAME INDIA LIMITED

Registered Office: Fame Adlabs, 2nd Floor, Andheri Link Road, Oshiwara, Andheri (West),
Mumbai - 400053. **Tel:** +91 22 66403640, **Fax:** +91 22 66403637, **Website:** www.fame.co.in

CASH OFFER FOR ACQUISITION OF EQUITY SHARES FROM SHAREHOLDERS OF FAME INDIA LIMITED

This announcement ("Third Corrigendum") is being issued by ICICI Securities Limited ("Manager to the Offer"), for and on behalf of Reliance MediaWorks Limited ("RMW" or the "Acquirer"), along with the Persons Acting in Concert, Reliance Capital Partners ("RCP" or "PAC1") and Reliance Capital Limited ("RCL" or "PAC2") to the equity shareholders of Fame India Limited ("FIL" or the "Target Company") pursuant to and in compliance with Regulations 10, 12, 25(1) and 25(3) and other applicable provisions of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 1997 and subsequent amendments thereto ("Regulations" or the "SEBI Takeover Code") and is in continuation of and should be read in conjunction with the Public Announcement ('PA') published on February 21, 2010, the First Corrigendum to the PA published on March 5, 2010 and the Second Corrigendum to the PA published on December 9, 2010 in all editions of The Financial Express and Jansatta and in the Mumbai edition of Navshakti as well as the Letter of Offer dated December 9, 2010 ("Letter of Offer" or "LoF").

The shareholders of the Target Company are requested to note the following updates to the PA and the Letter of Offer:

1. Please read paragraph no. 56 of the PA and clause 7.6 of the Letter of Offer as follows:

As per the Corrigendum PA to the First PA issued on December 10, 2010 by Enam Securities Private Limited on behalf of Inox Leisure Limited, the Emerging Equity Share and Voting Capital of the Target Company is calculated below based on the outstanding FCCBs and the vested Employee Stock Options ("ESOP"):

Particulars	Number of equity shares as on the date of PA	Number of equity shares as on the date of the LoF
Issued and fully paid up equity shares outstanding (A)	3,47,95,262	3,49,47,032
Equity shares underlying possible conversion of FCCBs (B)	62,02,850	57,01,184*
Total outstanding vested ESOPs for which equity shares may be issued (C)	1,60,680	..**
Emerging Equity Share and Voting Capital (D = A + B + C)	4,11,58,792	4,06,48,216

* After the PA, the Target Company has received an irrevocable early redemption request for certain FCCBs of aggregate face value of USD 1 million, equivalent to 5,01,666 equity shares, which is subject to approval from the RBI.

** After the PA, 1,51,770 equity shares were issued on exercise of ESOPs and 8,910 vested ESOPs were forfeited.

2. Consequent to the above, the Offer Size of 2,17,00,000 equity shares now represents 53.38% of the Emerging Equity Share and Voting Capital of the Target Company. Accordingly, the references to the same in the PA and the Letter of Offer shall stand updated to this effect.
3. This Offer requires the approval from the Reserve Bank of India ("RBI") under the Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder ("FEMA") for acquiring equity shares validly tendered under the Offer by persons resident outside India. The Acquirer, along with the PACs, had applied for such RBI approval on May 27, 2010.

The RBI has vide its letter dated December 28, 2010 conveyed its no-objection to the Acquirer and the PACs for acquisition of Equity Shares pursuant to the Offer from the existing shareholders which may include Non-Resident Indians and other Non-Residents, subject to the following conditions:

- (i) If Equity Shares are tendered by the erstwhile Overseas Corporate Bodies ("OCBs") as a part of the Offer, then the RBI will have to be approached with full details of the erstwhile OCB(s) for obtaining specific approval;
- (ii) If Equity Shares are tendered as a part of the Offer by Non-Resident Indians holding the Shares on non-repatriation basis, then the Acquirer and the PACs may approach the RBI for obtaining specific approval;
- (iii) If Equity Shares are tendered as a part of the Offer by Non-Residents, the same should have been acquired under the extant FEMA provisions.

The capitalized terms used in this Third Corrigendum, unless otherwise defined, shall have the same meaning as assigned to them in the PA and the Letter of Offer. This Third Corrigendum will also be available on the SEBI website at <http://www.sebi.gov.in>.

The Acquirer and the PACs accept full responsibility for the information contained in this Third Corrigendum and also for fulfilling their obligations under the Regulations.

Issued by the Manager to the Offer

For and on behalf of the Acquirer and the PACs



ICICI Securities Limited

ICICI Centre, H.T. Parekh Marg, Churchgate, Mumbai 400 020, INDIA

Tel: +91 22 2288 2460, Fax: +91 22 2282 6580, SEBI Registration No.: INM00011179

Contact Person: Thomas Vincent / Ranvir Davda, E-mail: project.picture@icicisecurities.com

Place: Mumbai

Date : December 31, 2010