

February 28, 2019

The Secretary

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai 400001
email: corp.relations@bseindia.com

The Secretary

National Stock Exchange of India Ltd.
Exchange Plaza, 3rd Floor
Plot No.3-1, "G" Block, I.F.B. Centre,
Bandra-Kurla-Complex, Bandra (East)
Mumbai – 400 051
email: takeover@nse.co.in

The Company Secretary

Hathway Cable and Datacom Limited
Rahejas, 4th Floor,
Corner of Main Avenue & V. P. Road,
Santacruz (W), Mumbai 400054,
email: ajay.singh@hathway.net

Dear Sirs,

Subject: Disclosure under Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations 2011 ("SAST Regulations")

This is to inform you that we, Jio Content Distribution Holdings Private Limited, Jio Internet Distribution Holdings Private Limited and Jio Cable and Broadband Holdings Private Limited have acquired an aggregate of 36,48,91,215 equity shares of Hathway Cable and Datacom Limited on February 26, 2019 pursuant to an open offer under SAST Regulations.

In view of the above, please find attached the requisite disclosure under Regulation 29(2) of the SAST Regulations.

Kindly take the above on record.

Thanking you,

Yours faithfully,

For **JIO
DISTRIBUTION
PRIVATE LIMITED**

**CONTENT
HOLDINGS**

For **JIO
DISTRIBUTION
PRIVATE LIMITED**

**INTERNET
HOLDINGS**

For **JIO CABLE AND
BROADBAND HOLDINGS
PRIVATE LIMITED**



Director
Name: K. R. Raja
DIN: 00006673



Director
Name: K. R. Raja
DIN: 00006673

new



Director
Name: M. Sundar
DIN: 00433686

Place: Mumbai
Date: February 28, 2019

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

Name of the Target Company (TC)	Hathway Cable and Datacom Limited		
Name(s) of the acquirers and Persons Acting in Concert (PAC) with the acquirer	<u>Acquirers:</u> a. Jio Content Distribution Holdings Private Limited ("Acquirer 1") b. Jio Internet Distribution Holdings Private Limited ("Acquirer 2") c. Jio Cable and Broadband Holdings Private Limited ("Acquirer 3") Acquirer 1, Acquirer 2 and Acquirer 3 are hereinafter collectively referred to as "Acquirers". <u>PACs:</u> a. Reliance Industries Limited ("PAC 1") b. Digital Media Distribution Trust ("PAC 2") c. Reliance Content Distribution Limited ("PAC 3") d. Reliance Industrial Investments and Holdings Limited ("PAC 4") PAC 1, PAC 2, PAC 3 and PAC 4 are hereinafter collectively referred to as "PACs".		
Whether the acquirer belongs to Promoter/Promoter group	Yes. The Acquirers have acquired sole control of the TC and the Acquirers and the PACs have become part of 'promoter and promoter group' of the TC pursuant to the preferential allotment to the Acquirers of 90,88,10,000 equity shares of the TC representing 51.34% of its post-preferential issue paid-up equity share capital. The acquisition for which the present disclosure is being filed is pursuant to an open offer made by the Acquirers and the PACs pursuant to the aforesaid preferential allotment.		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited National Stock Exchange of India Limited		
Details of the acquisition/disposal as follows	Number	% w.r.t. total share/ voting capital wherever applicable (*)	% w.r.t. total diluted share /voting capital of the TC(**)
Before the acquisition under consideration, holding of:			
a) Shares carrying voting rights			
(i) Jio Content Distribution Holdings Private Limited (" Acquirer 1 ")	53,46,98,609	30.21%	30.21%
(ii) Jio Internet Distribution Holdings Private Limited (" Acquirer 2 ")	21,42,96,755	12.11%	12.11%
(iii) Jio Cable and Broadband Holdings Private Limited (" Acquirer 3 ")	15,98,14,636	9.03%	9.03%



b) Shares in the nature of encumbrance (pledge / lien/ non-disposal undertaking/ others)	-	-	-
c) Voting rights (VR) otherwise than by equity shares	-	-	-
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	-	-	-
e) Total (a+b+c+d)	90,88,10,000	51.34%	51.34%
Details of acquisition /sale			
a) Shares carrying voting rights acquired			
(i) Jio Content Distribution Holdings Private Limited ("Acquirer 1")	21,46,83,845	12.13%	12.13%
(ii) Jio Internet Distribution Holdings Private Limited ("Acquirer 2")	8,60,41,090	4.86%	4.86%
(iii) Jio Cable and Broadband Holdings Private Limited ("Acquirer 3")	6,41,66,280	3.62%	3.62%
b) VRs acquired otherwise than by equity shares	-	-	-
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) acquired	-	-	-
d) Shares encumbered / invoked / released by the acquirer	-	-	-
e) Total (a+b+c+/- d)	36,48,91,215	20.61%	20.61%
After the acquisition /sale, holding of :			
a) Shares carrying voting rights			
(i) Jio Content Distribution Holdings Private Limited ("Acquirer 1")	74,93,82,454	42.34%	42.34%
(ii) Jio Internet Distribution Holdings Private Limited ("Acquirer 2")	30,03,37,845	16.97%	16.97%
(iii) Jio Cable and Broadband Holdings Private Limited ("Acquirer 3")	22,39,80,916	12.65%	12.65%
b) Shares encumbered / Invoked / released by the acquirer	-	-	-
c) VRs otherwise than by equity shares	-	-	-
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	-		
e) Total (a+b+c+d)	127,37,01,215	71.96%	71.96%



Mode of acquisition / sale (e.g. open market/ public issue/ rights issue/ preferential allotment / inter-se transfer/ encumbrance, etc.)	Open offer pursuant to SAST Regulations
Date of acquisition / sale of shares/ VR or date of receipt of intimation of allotment of shares, whichever is applicable	February 26, 2019
Equity share capital /total voting capital of the TC before the said acquisition	INR 354,02,09,000 (177,01,04,500 equity shares of Rs. 2/- each)
Equity share capital/total voting capital of the TC after the said acquisition	INR 354,02,09,000 (177,01,04,500 equity shares of Rs. 2/- each)
Total diluted share/voting capital of the TC after the said acquisition	INR 354,02,09,000 (177,01,04,500 equity shares of Rs. 2/- each)

For **JIO CONTENT DISTRIBUTION HOLDINGS PRIVATE LIMITED**

For **JIO INTERNET DISTRIBUTION HOLDINGS PRIVATE LIMITED**

For **JIO CABLE AND BROADBAND HOLDINGS PRIVATE LIMITED**



Director
Name: K. R. Raja
DIN: 00006673



Director
Name: K. R. Raja
DIN: 00006673



Director
Name: M. Sundar
DIN: 00433686

Date: February 28, 2019
Place: Mumbai

Note:

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(**) 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.