

By Fax and Hand Delivery - No. of pages = 1 + 15 = 16

July 18, 2012

Mr. Dinesh Mittal

Group General Counsel & Company Secretary

HT Media Limited

2nd Floor,

Hindustan Times House,

18-20, Kasturba Gandhi Marg,

New Delhi - 110 001.

Tel. 011- 6656 1608

Fax: 011- 6656 1445

Dear Sir,

Sub: Disclosure pursuant to Regulation 13(3) of SEBI (Prohibition of Insider Trading) Regulations, 1992 and Regulation 29 (2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

We refer to our letter dated September 16, 2008 wherein we had informed that the holding of the Schemes of HDFC Mutual Fund in HT Media Limited ("the Company") as on September 12, 2008 was 7.584% of the paid up equity share capital of the Company (Paid up Equity Share Capital being Rs. 468,503,610/- comprising 234,251,805 equity shares of Rs. 2/- each).

Further, in accordance with the captioned regulation and other applicable laws / regulations, if any, we wish to inform you that there has been a **decrease** in the shareholding of the Company by the Schemes of HDFC Mutual Fund by 2.065% as of July 16, 2012. As on July 16, 2012, the aggregate holding of the Schemes of HDFC Mutual Fund in the Company is 5.519% of the paid up equity share capital of the Company. (Paid up Equity Share Capital being Rs. 470,042,070/- comprising 235,021,035 equity shares of Rs. 2/- each).

As per Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992, please find enclosed the details of change in the shareholding as prescribed in **Form C**.

As per Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 please find enclosed the details of change in the shareholding in **Annexure B**.

Thanking you,

Yours faithfully,

For **HDFC Asset Management Company Limited**



Dinesh Bhakade

Senior Manager – Compliance

Encl: As above.

C.C.

1. Listing Department

National Stock Exchange of India Limited

Exchange Plaza,

Bandra - Kurla Complex

Bandra (E)

Mumbai - 400 051.

Tel.: 022- 2659 8190/ Fax: 022- 2659 8191

2. Listing Department

Bombay Stock Exchange Limited

Phiroze Jeejeebhoy Towers

Dalal Street

Mumbai - 400 023.

Fax: 022-2272 1919