

RRPR HOLDING PRIVATE LIMITED

Regd. Office: E-186, Basement, Greater Kailash-I, New Delhi- 110048,

Telephone No.-011-29232201 Email id: manish.mistry@adani.com

CIN: U65993DL2005PTC139803

Date: December 23, 2022

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001, India.

National Stock Exchange of India Limited

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

Dear Sir/ Madam,

Subject: Advance intimation for proposed acquisition of equity shares of New Delhi Television Limited ("TC") by way of inter-se transfer.

Reference: Regulation 10(5) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("SEBI Takeover Regulations").

This is to inform you that that following persons forming part of the Promoter and Promoter Group of the TC (hereinafter referred to as the "**Transferors**"), propose to transfer equity shares of the TC to RRPR Holding Private Limited (hereinafter referred to as the "**Acquirer**"), another member of the Promoter and Promoter Group of the TC.

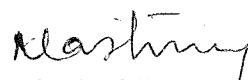
S.No.	Name of Transferor	No. of equity shares proposed to be transferred	% to paid-up capital of TC
1.	Prannoy Roy	86,65,209	13.44%
2.	Radhika Roy	89,12,467	13.82%
	Total	1,75,77,676	27.26%

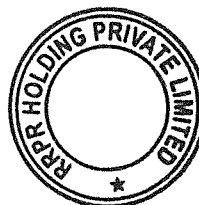
In the above context and in terms of Regulation 10(5) of the SEBI Takeover Regulations, please find enclosed the advance intimation in respect of the proposed transfer of equity shares in respect of Regulation 10(1)(a)(ii) of the SEBI Takeover Regulations.

Kindly take the information on record.

Yours faithfully,

For and on behalf of RRPR Holding Private Limited


Authorised Signatory



Copy to: New Delhi Television Limited, B-50 A, 2nd Floor, Archana Complex, Greater Kailash-I, New Delhi, 110048, India.

Enclosed as above.

RRPR HOLDING PRIVATE LIMITED

Regd. Office: E-186, Basement, Greater Kailash-I, New Delhi- 110048,

Telephone No.-011-29232201 Email id: manish.mistry@adani.com

CIN: U65993DL2005PTC139803

Format for Disclosures under Regulation 10(5) – Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)		New Delhi Television Limited (“TC”)		
2.	Name of the acquirer(s)		RRPR Holding Private Limited (“Acquirer”)		
3.	Whether the acquirer(s) is/ are promoters of the TC prior to the transaction. If not, nature of relationship or association with the TC or its promoters		Yes, the Acquirer is disclosed as a part of Promoter and Promoter Group of the TC.		
4.	Details of the proposed acquisition				
	a.	Name of the person(s) from whom shares are to be acquired	Prannoy Roy and Radhika Roy (“Transferors”)		
	b.	Proposed date of acquisition	Anytime after 4 working days from the date of this intimation i.e. on or after December 30, 2022, in one or more tranches.		
	c.	Number of shares to be acquired from each person mentioned in 4(a) above	S.No.	Name of Transferor	No. of equity shares
			1.	Prannoy Roy	86,65,209
			2.	Radhika Roy	89,12,467
	d.	Total shares to be acquired as % of share capital of TC	1,75,77,676 equity shares constituting 27.26% of the share capital of TC.		
	e.	Price at which shares are proposed to be acquired	The equity shares of the TC will be acquired at a price not exceeding the limit provided in proviso (i) to Regulation 10(1)(a) of the SEBI Takeover Regulations.		
	f.	Rationale, if any, for the proposed transfer	Inter-se transfer of equity shares of the TC between members of Promoter and Promoter Group.		
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer		Regulation 10(1)(a)(ii) of the SEBI Takeover Regulations		
6.	If, frequently traded, volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the stock exchange where the maximum volume of trading in the shares of the TC are recorded during such period.		Rs.368.43 per equity share.		
7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.		Not applicable.		
8.	Declaration by the acquirer, that the acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable.		The acquisition price would not be higher by more than 25% of the price computed in point no. 6 hereinabove.		



RRPR HOLDING PRIVATE LIMITED

Regd. Office: E-186, Basement, Greater Kailash-I, New Delhi- 110048,

Telephone No.-011-29232201 Email id: manish.mistry@adani.com

CIN: U65993DL2005PTC139803

9.	i. Declaration by the acquirer, that the transferor and transferee have complied (during 3 years prior to the date of proposed acquisition)/ will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997) ii. The aforesaid disclosures made during previous 3 years prior to the date of proposed acquisition to be furnished.		The Transferors and Acquirer have complied with (during 3 years prior to the date of the proposed acquisition)/ will comply with applicable disclosure requirements in Chapter V of the SEBI Takeover Regulations. Copies of the disclosures made under Chapter V of the SEBI Takeover Regulations with respect to Transferors and Acquirer during the previous 3 years prior to the date of proposed acquisition enclosed as Annexure A .			
10.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.		The Acquirer declares that all the conditions under Regulation 10(1)(a) of the SEBI Takeover Regulations with respect to exemptions has been duly complied with.			
11.	Shareholding details		Before the proposed transaction		After the proposed transaction	
			No. of shares/ voting rights	% w.r.t total share capital of TC	No. of shares/ voting rights	% w.r.t total share capital of TC
	a	Acquirer and PACs (other than sellers) ⁽¹⁾ :	2,41,44,720	37.45%	4,17,22,396	64.71%
		– RRPR Holding Private Limited	1,88,13,928	29.18%	3,63,91,604	56.45%
		– Vishvapradhan Commercial Private Limited ⁽²⁾	53,30,792	8.27%	53,30,792	8.27%
	b	Sellers	2,08,01,240	32.26%	32,23,564	5.00%
		– Prannoy Roy	1,02,76,991	15.94%	16,11,782	2.50%
		– Radhika Roy	1,05,24,249	16.32%	16,11,782	2.50%
		Total	4,49,45,960	69.71%	4,49,45,960	69.71%

Notes:

- 1) Shareholding of each entity may be shown separately and then collectively in a group.
- 2) Vishvapradhan Commercial Private Limited acquired a total of 53,30,792 equity shares constituting 8.27% of the TC's share capital, pursuant to an open offer to the public shareholders of the TC, in compliance with Regulation 3(1), 4 and 5 of the SEBI Takeover Regulations. Out of the 53,30,792 equity shares, 2,803 equity shares are in physical form and are in the process of being registered in the name of Vishvapradhan Commercial Private Limited. The tendering period for the aforesaid open offer closed on December 5, 2022.

For and on behalf of RRPR Holding Private Limited

Manish
Authorised Signatory

Date: December 23, 2022

Place: Ahmedabad

