

June 01, 2020

Listing /Compliance Department
National Stock Exchange of India Limited
Exchange Plaza,
Plot No. C/1, G Block, Bandra-Kurla Complex,
Bandra (East), Mumbai 400 051.

Department of Corporate Services - Listing
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai 400 001.

Sub: Disclosure under Regulation 30(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("Takeover Regulations")

Dear Sirs,

Pursuant to Regulation 30(2) of Takeover Regulations, we are enclosing herewith the required disclosure in the prescribed format (please refer to **Annexure-A**), in respect of the Promoter and Promoter group shareholding in **Network18 Media & Investments Limited**, the Target Company, as on **March 31, 2020**.

This is a consolidated disclosure on behalf of the Promoter and Promoter Group of **Network18 Media & Investments Limited (NSE Symbol : NETWORK18, BSE Code : 532798)**.

Please take the information on record.

Thanking you,

Yours faithfully,

For Independent Media Trust
(for and on behalf of Promoter & Promoter Group)

Sd/-
Secretary

Encl.: As above

Copy to:

The Company Secretary
Network18 Media & Investments Limited
First Floor, Empire Complex, 414, Senapati Bapat Marg,
Lower Parel,
Mumbai 400 013.

ANNEXURE-A

DISCLOSURES UNDER REGULATION 30(1) AND 30(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES & TAKEOVERS) REGULATIONS, 2011

PART A- DETAILS OF SHAREHOLDING

| | | | | |
|----|--|---|---|---|
| 1. | Name of the Target Company (TC) | Network18 Media & Investments Limited ("Network18") | | |
| 2. | Name(s) of the stock exchange(s) where the shares of the TC are listed | BSE Limited (BSE) National Stock Exchange of India Limited (NSE) | | |
| 3. | Particulars of the shareholder(s): | | | |
| a. | Name of person(s) together with Persons Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the TC) is more than 25% of the voting rights of the TC. Or | | | |
| b. | Name(s) of promoter(s), member of the promoter group and PAC with him. | As per Annexure 'I' | | |
| 4. | Particulars of the shareholding of person(s) mentioned at (3) above | Number of Shares | % w.r.t. total share capital / voting capital | % w.r.t. total diluted share capital / voting capital of TC (*) |
| | As of 31st March, 2020, holding of: | | | |
| | a) Shares | As per Annexure 'I' | As per Annexure 'I' | As per Annexure 'I' |
| | b) Voting Rights (otherwise than by shares) | NA | NA | NA |
| | c) Warrants, | NA | NA | NA |
| | d) Convertible Securities | NA | NA | NA |
| | e) Any other instrument that would entitle the holder to receive shares in the TC | NA | NA | NA |
| | Total | Refer to Annexure 'I' | Refer to Annexure 'I' | Refer to Annexure 'I' |

PART-B NAME OF THE TARGET COMPANY- NETWORK18 MEDIA & INVESTMENTS LIMITED**

| Name(s) of the person and Persons Acting in Concert (PAC) with the person | Whether the person belongs to Promoter/Promoter group | PAN of the person and PACs |
|--|---|----------------------------|
| Adventure Marketing Private Limited | Yes | |
| Watermark Infratech Private Limited | Yes | |
| Independent Media Trust (Held in the name of its Trustee- Sanchar Content Private Limited) | Yes | |
| Colorful Media Private Limited | Yes | |
| RB Media Holdings Private Limited | Yes | |
| RB Mediasoft Private Limited | Yes | |
| RRB Mediasoft Private Limited | Yes | |
| Reliance Industries Limited | Yes | |
| RB Holdings Private Limited | Yes | |
| Teesta Retail Private Limited | Yes | |
| Reliance Industrial Investments and Holdings Limited | Yes | |

Note: In case of promoter(s) making disclosure under Regulation 30(2), no additional disclosure under Regulation 30(1) is required.

(*) *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.*

(**) *Part B shall be disclosed to Stock Exchanges but shall not be disseminated.*

For Independent Media Trust
(for and on behalf of Promoter & Promoter Group)

Sd/-

Secretary

Place: Mumbai

Date: June 01, 2020

Annexure 'I'

| Particulars of shareholding of Promoter(s) and Promoter Group(s) as on 31.03.2020 | | | | |
|--|---|--------------------------------|---|---|
| S. No. | Name of Promoter/ Promoter Group | Number of Equity Shares | % w.r.t. total share capital/ voting capital | % w.r.t. total diluted Share capital/ voting capital of TC |
| | Promoter | | | |
| 1 | Adventure Marketing Private Limited | 12,75,28,287 | 12.18 | 12.18 |
| 2 | Watermark Infratech Private Limited | 12,75,28,287 | 12.18 | 12.18 |
| 3 | Independent Media Trust (Held in the name of its Trustee-Sanchar Content Private Limited) | 1,96,43,801 | 1.88 | 1.88 |
| 4 | Colorful Media Private Limited | 12,75,28,287 | 12.18 | 12.18 |
| 5 | RB Media Holdings Private Limited | 12,75,28,586 | 12.18 | 12.18 |
| 6 | RB Mediasoft Private Limited | 12,75,60,417 | 12.18 | 12.18 |
| 7 | RRB Mediasoft Private Limited | 10,85,15,123 | 10.36 | 10.36 |
| 8 | Reliance Industries Limited [#] | 0 | 0.00 | 0.00 |
| 9 | RB Holdings Private Limited [#] | 0 | 0.00 | 0.00 |
| | Promoter Group | | | |
| 10 | Teesta Retail Private Limited | 1,93,78,601 | 1.85 | 1.85 |
| 11 | Reliance Industrial Investments and Holdings Limited [#] | 0 | 0.00 | 0.00 |
| Total | | 78,52,11,389 | 75.00 | 75.00 |
| [#] Currently these entities do not hold any share in the Target Company. However, they form part of Promoter and Promoter Group of the Target Company. | | | | |

For Independent Media Trust
(for and on behalf of Promoter & Promoter Group)

Sd/-

Secretary

Place: Mumbai

Date: June 01, 2020