

RB MEDIA HOLDINGS PRIVATE LIMITED

Regd. Off. 403, Prabhat Kiran, 17, Rajendra Place, New Delhi - 110 008

August 17, 2012

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No. C/1, G Block
Bandra Kurla Complex
Bandra (E), Mumbai - 400 051

BSE Limited
P J Towers
Dalal Street,
Mumbai - 400 001

Sub: Disclosure under Regulation 10(6) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sir,

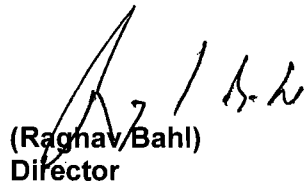
Please find enclosed herewith the report in the prescribed format in terms of Regulations 10(6) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in respect of acquisition proposed to be made under Regulation 10(1)(a)(iii).

You are requested to take the above information on record.

Thanking you

Yours faithfully,

for **RB Media Holdings Private Limited**


(Raghav Bahl)
Director

Enclosed as Above

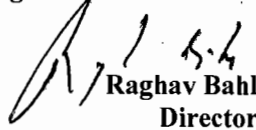
Format for Disclosures under Regulation 10(6) - Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	Network18 Media & Investments Limited			
2.	Name of the acquirer(s)	RB Media Holdings Private Limited			
3.	Name of the stock exchange where shares of the TC are listed	National Stock Exchange of India Limited & BSE Limited			
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	Acquisition of 82,78,222 equity shares from RB Holdings Private Limited - 48,30,497 Raghav Bahl - 25,74,412 - RB Investments Pvt. Ltd. - 7,46,294 - Ritu Kapur - 1,27,019			
5.	Relevant regulation under which the acquirer is exempted from making open offer.	10(1)(a)(iii)			
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, - Whether disclosure was made and whether it was made within the timeline specified under the regulations. - Date of filing with the stock exchange.	Yes Yes			
7.	Details of acquisition	Disclosures required to be made under regulation 10(5)		Whether the disclosures under regulation 10(5) are actually made	
	a. Name of the transferor / seller	-RB Holdings P Ltd. -Raghav Bahl -RB Investments P Ltd -Ritu Kapur		Yes	
	b. Date of acquisition	13th & 16th Aug 2012		Yes	
	c. Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	RB Holdings Pvt. Ltd. - 4,830,497 Raghav Bahl - 2,574,412 RB Investments Pvt. Ltd- 746,294 Ritu Kapur - 127,019 Total - 8,278,222		Yes	
	d. Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	5.65%		Yes	
	e. Price at which shares are ~~proposed to be acquired~~ / actually acquired	Rs 51/- Per share		Yes	
8.	Shareholding details	Pre-Transaction		Post-Transaction	
		No. of shares held	% w.r.t. to total share capital of TC	No. of shares held	% w.r.t. to total share capital of TC
	- Each Acquirer / Transferee(*) # - RB Media Holdings Pvt. Ltd.	500	0.00%	82,78,722	5.65%
	Each Seller / Transferor #				
	- RB Holdings Private Limited	36,826,612	25.13%	0	0
	- Raghav Bahl	12,871,972	8.78%	0	0
	- RB Investments Pvt. Ltd.	3,731,454	2.55%	0	0
	- Ritu Kapur	643,508	0.4415%	8409	0.005%

Please find enclosed Pre/Post transaction shareholding of the PAC/Promoter Group as Annexure - A

Date : August 17, 2012.

for RB Media Holdings Private Limited


Raghav Bahl
Director

NETWORK18 MEDIA & INVESTMENTS LIMITED
Shareholding of "Promoter and Promoter Group"

Sr No	Name of the Shareholder	Pre Proposed Transaction		Post Proposed Transaction	
		No. of Shares held	As a % of total capital	No. of Shares held	As a % of total capital
1	RB HOLDINGS PRIVATE LIMITED	16826612	25.11	0	0.00
2	NETWORK18 GROUP SENIOR PROFESSIONAL WELFARE TRUST (held in the name of its Trustee Mr. R.D.S Rawal)	15922229	10.86	15922229	10.86
3	RAGHAV BAHL	12714264	8.69	0	0.00
4	RB INVESTMENTS PRIVATE LIMITED	1711454	2.55	0	0.00
5	RITU KAPUR	641342	0.44	8409	0.01
6	TV 18 EMPLOYEES WELFARE TRUST	568407	0.39	568407	0.39
7	VANDANA MALIK	87566	0.06	87566	0.06
8	RAGHAV BAHL	86995	0.06	0	0.00
9	NETWORK 18 EMPLOYEES WELFARE TRUST	59878	0.04	59878	0.04
10	SUBHASH BAHL	58818	0.04	58818	0.04
11	RAGHAV BAHL	50213	0.03	0	0.00
12	VANDANA MALIK	7145	0.0049	7145	0.0049
13	RB MEDIASOFT PRIVATE LIMITED	5000	0.0034	8283180	5.6518
14	RRB MEDIASOFT PRIVATE LIMITED	5000	0.0034	12679195	8.6512
15	RITU KAPUR	2166	0.0015	0	0.0000
16	WATERMARK INFRA TECH PRIVATE LIMITED	500	0.0001	8278680	5.6487
17	COLORFUL MEDIA PRIVATE LIMITED	500	0.0003	8278680	5.6487
18	ADVENTURE MARKETING PRIVATE LIMITED	500	0.0003	8278680	5.6487
19	RB MEDIA HOLDINGS PRIVATE LIMITED	500	0.0003	8278722	5.6487
20	MANJU KAPUR	0	0.00	0	0.00
21	PRAMOD KAPUR	0	0.00	0	0.00
22	INFOMEDIA 18 LIMITED	0	0.00	0	0.00
23	BIG TREE ENTERTAINMENT PRIVATE LIMITED	0	0.00	0	0.00
24	DIGITAL 18 MEDIA LIMITED	0	0.00	0	0.00
25	e-EIGHTEEN.COM LIMITED	0	0.00	0	0.00
26	MONEYCONTROL.DOT.COM INDIA LIMITED	0	0.00	0	0.00
27	BK MEDIA PRIVATE LIMITED	0	0.00	0	0.00
28	KEYMAN FINANCIAL SERVICES PRIVATE LIMITED	0	0.00	0	0.00
29	NETWORK18 PUBLICATIONS LIMITED	0	0.00	0	0.00
30	RB SOFTWARE PRIVATE LIMITED	0	0.00	0	0.00
31	RRB INVESTMENTS PRIVATE LIMITED	0	0.00	0	0.00
32	RVT Softech Private Limited	0	0.00	0	0.00
33	CAPITAL18 FINCAP PRIVATE LIMITED (EARLIER VT HOLDINGS PVT.LTD.)	0	0.00	0	0.00
34	VT Softech Private Limited	0	0.00	0	0.00
35	RRK FINHOLD PRIVATE LIMITED	0	0.00	0	0.00
36	RVT FINHOLD PRIVATE LIMITED	0	0.00	0	0.00
37	VT MEDIA PRIVATE LIMITED	0	0.00	0	0.00
38	E - 18 LIMITED	0	0.00	0	0.00
39	WEB18 HOLDINGS LIMITED	0	0.00	0	0.00
40	NIRLAB MEDIA PRIVATE LIMITED	0	0.00	0	0.00
41	WS MEDIA VENTURES PRIVATE LIMITED	0	0.00	0	0.00
42	TV18 BROADCAST LIMITED	0	0.00	0	0.00
43	SETPRO18 DISTRIBUTION LIMITED	0	0.00	0	0.00
44	NEWswire18 LIMITED	0	0.00	0	0.00
45	TV18 HOME SHOPPING NETWORK LIMITED	0	0.00	0	0.00
46	TELEVISION EIGHTEEN MEDIA AND INVESTMENTS LIMITED	0	0.00	0	0.00
47	BK HOLDINGS LIMITED	0	0.00	0	0.00
48	TELEVISION EIGHTEEN MAURITIUS LIMITED	0	0.00	0	0.00
49	TV18 HSN HOLDINGS LIMITED	0	0.00	0	0.00
50	NAMONO INVESTMENTS LIMITED	0	0.00	0	0.00
51	RVT HOLDINGS PRIVATE LIMITED	0	0.00	0	0.00
52	COLOSCEUM MEDIA PRIVATE LIMITED	0	0.00	0	0.00
53	STARGAZE ENTERTAINMENT PRIVATE LIMITED	0	0.00	0	0.00
54	WEBCHUTNEY STUDIO PRIVATE LIMITED	0	0.00	0	0.00
55	GREYCELLS18 MEDIA LIMITED	0	0.00	0	0.00
56	CAPITAL18 LIMITED, MAURITIUS	0	0.00	0	0.00
57	CAPITAL18 ACQUISITION CORP	0	0.00	0	0.00
58	RRK HOLDINGS PRIVATE LIMITED	0	0.00	0	0.00
59	RRK MEDIA PRIVATE LIMITED	0	0.00	0	0.00
60	BRR SECURITIES PRIVATE LIMITED	0	0.00	0	0.00
61	BK MEDIA MAURITIUS PRIVATE LIMITED	0	0.00	0	0.00
62	WEB18 SECURITIES PRIVATE LIMITED	0	0.00	0	0.00
63	NETWORK18 HOLDINGS LIMITED, CAYMAN ISLANDS	0	0.00	0	0.00
64	TV18 UK LIMITED	0	0.00	0	0.00
65	WEB18 SOFTWARE SERVICES LIMITED	0	0.00	0	0.00
66	GLOBAL BROADCAST EMPLOYEES WELFARE TRUST	0	0.00	0	0.00
67	IBN18 TRUST	0	0.00	0	0.00
68	MST VIDUR BAHL	0	0.00	0	0.00
69	MISS TARA BAHL	0	0.00	0	0.00
70	MR SANDEEP KAPUR	0	0.00	0	0.00
	TOTAL	70790089	48.30	70790089	48.30

R7 16.4

RB MEDIA HOLDINGS PRIVATE LIMITED

Regd. Off: 403, Prabhat Kiran, 17, Rajendra Place, New Delhi - 110 008

August 17, 2012.

Bombay Stock Exchange Limited
P J Towers, Dalal Street
Mumbai - 400 001

National Stock Exchange of India Ltd.
Exchange Plaza, Plot no. C/1, G Block,
Bandra Kurla Complex, Bandra (E)
Mumbai - 400 051

Sub.: Disclosure under Regulation 13(1) of SEBI (Prohibition of Insider Trading) Regulations, 1992

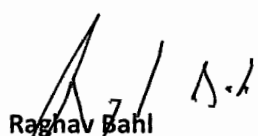
Dear Sir/Madam,

We are enclosing herewith the disclosure / format in terms of Regulation 13(1) of SEBI (Prohibition of Insider Trading) Regulations, 1992

Thanking you,

Yours faithfully,

For RB Media Holdings Private Limited


Raghav Bahl
Director

CC To : Network18 Media & Investments Limited
503, 504 & 507, Mercantile House,
15, Kasturba Gandhi Marg
New Delhi - 110 001

RB MEDIA HOLDINGS PRIVATE LIMITED

Regd. Off: 403, Prabhat Kiran, 17, Rajendra Place, New Delhi - 110 008

Form 'A'

Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992
[Regulation 13(1) and 13(6)]

Regulation 13(1) - Details of acquisition of 5% or more shares in a listed company

Name of the Target Company	Network18 Media & Investments Limited
Name PAN No.& Address of Promoter Person who is part of Promoter Group / Director or Officer	*RB Media Holdings Private Limited 403, Prabhat Kiran , 17, Rajendra Place, New Delhi - 110 008 PAN No. AAECR9500M
Shareholding prior to acquisition	500 shares (0.0003%)
No. & % of Shares / Voting rights acquired	8,278,222 Shares (5.65%)
Date of receipt of allotment advice / acquisition	13th and 16th. August 2012
Date of intimation to Company	17th August 2012.
Mode of acquisition (market purchase/ ~~public/rights/preferential offer etc.~~)	Transfer between Inter-se Promoter/Promoter Group (Off market transaction)
Shareholding sub-sequent to acquisition	8,278,722 Shares (5.65%)
Trading member through whom the trade was executed with SEBI Registration no. of the TM	N.A.
Exchange on which the trade was executed	N.A.
Buy quantity	8,278,222 Shares (5.65%)
Buy Value	Rs 4,39,110/-

*Please refer to enclosed details of Promoter & Promoter Group Shareholding

Place: Noida

Date: August 17, 2012

For RB Media Holdings Private Limited

Raghav Bahl
Director

NETWORK18 MEDIA & INVESTMENTS LIMITED
Shareholding of "Promoter and Promoter Group"

		Pre Proposed Transaction				Post Proposed Transaction					
		Equity Shares		SOFTDR		Equity Shares		SOFTDR			
Sl. No.	Name of the Shareholder	No. of Shares held	As a % of total capital	Number of convertible securities held	As a % of total capital	Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital	No. of Shares held	As a % of total capital	Number of convertible securities held	As a % of total capital	Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
1	RB HOLDINGS PRIVATE LIMITED	16826612	25.13	6240529	4.25	26.06	0	0.00	6240529	4.25	3.77
2	NETWORK18 GROUP SENIOR PROFESSIONAL WELFARE TRUST (held in the name of its Trustee Mr. R D S Bawa)	15922229	10.86	0.00	0.00	9.64	15922229	10.86	0.00	0.00	9.64
3	RAGHAV BAHU	12714768	8.69	0.00	0.00	7.71	0	0.00	0.00	0.00	0.00
4	RB INVESTMENTS PRIVATE LIMITED	1731454	2.55	0.00	0.00	2.26	0	0.00	0.00	0.00	0.00
5	RITU KAPUR	641342	0.44	0.00	0.00	0.39	8409	0.01	0.00	0.00	0.01
6	TV 18 EMPLOYEES WELFARE TRUST	568407	0.19	0.00	0.00	0.14	568407	0.19	0.00	0.00	0.14
7	VANDANA MALIK	87566	0.06	0.00	0.00	0.05	87566	0.06	0.00	0.00	0.05
8	RAGHAV BAHU	86995	0.06	0.00	0.00	0.05	0	0.00	0.00	0.00	0.00
9	NETWORK 18 EMPLOYEES WELFARE TRUST	59878	0.04	0.00	0.00	0.04	59878	0.04	0.00	0.00	0.04
10	SURHASH BAHU	58818	0.04	0.00	0.00	0.04	58818	0.04	0.00	0.00	0.04
11	RAGHAV BAHU	50213	0.03	0.00	0.00	0.03	0	0.00	0.00	0.00	0.00
12	VANDANA MALIK	7145	0.00	0.00	0.00	0.00	7145	0.00	0.00	0.00	0.00
13	RB MEDIASOFT PRIVATE LIMITED	5000	0.00	0.00	0.00	0.00	8283180	5.65	0.00	0.00	5.01
14	RRB MEDIASOFT PRIVATE LIMITED	5000	0.00	0.00	0.00	0.00	12679195	8.65	0.00	0.00	7.67
15	RITU KAPUR	2166	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
16	WATERMARK INFRA TECH PRIVATE LIMITED	500	0.00	3115264	2.13	1.89	8278680	5.65	3115264	2.13	6.89
17	COLORFUL MEDIA PRIVATE LIMITED	500	0.00	3115264	2.13	1.89	8278680	5.65	3115264	2.13	6.89
18	ADVENTURE MARKETING PRIVATE LIMITED	500	0.00	3115264	2.13	1.89	8278680	5.65	3115264	2.13	6.89
19	RB MEDIA HOLDINGS PRIVATE LIMITED	500	0.00	3115264	2.13	1.89	8278722	5.65	3115264	2.13	6.89
20	MANJU KAPUR	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
21	PRAMOD KAPUR	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
22	INFOMEDIA 18 LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
23	BIG TREE ENTERTAINMENT PRIVATE LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
24	DIGITAL 18 MEDIA LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
25	e-EIGHTEEN.COM LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
26	MONEYCONTROL DOT COM INDIA LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
27	BK MEDIA PRIVATE LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
28	KEYMAN FINANCIAL SERVICES PRIVATE LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
29	NETWORK18 PUBLICATIONS LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
30	RB SOFTWARE PRIVATE LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
31	RRB INVESTMENTS PRIVATE LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
32	RVT SOFTECH PRIVATE LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
33	CAPITAL18 FINCAP PRIVATE LIMITED (EARLIER VT HOLDINGS PVT.LTD.)	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
34	VT SOFTECH PRIVATE LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
35	RRK FINHOLD PRIVATE LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
36	RVT FINHOLD PRIVATE LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
37	VT MEDIA PRIVATE LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
38	E - 18 LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
39	WEB18 HOLDINGS LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
40	NIRLAB MEDIA PRIVATE LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
41	WS MEDIA VENTURES PRIVATE LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
42	TV18 BROADCAST LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
43	SETPRO18 DISTRIBUTION LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
44	NEWSWIRE18 LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
45	TV18 HOME SHOPPING NETWORK LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
46	TELEVISION EIGHTEEN MEDIA AND INVESTMENTS LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
47	BK HOLDINGS LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
48	TELEVISION EIGHTEEN MAURITIUS LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
49	TV18 HSN HOLDINGS LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
50	NAMONO INVESTMENTS LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
51	RVT HOLDINGS PRIVATE LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
52	COLOSCEUM MEDIA PRIVATE LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
53	STARGAZE ENTERTAINMENT PRIVATE LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
54	WEBCHUTNEY STUDIO PRIVATE LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
55	GREYCELLS18 MEDIA LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
56	CAPITAL18 LIMITED, MAURITIUS	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
57	CAPITAL18 ACQUISITION CORP	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
58	RRK HOLDINGS PRIVATE LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
59	RRK MEDIA PRIVATE LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
60	BRR SECURITIES PRIVATE LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
61	BK MEDIA MAURITIUS PRIVATE LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
62	WEB18 SECURITIES PRIVATE LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
63	NETWORK18 HOLDINGS LIMITED, CAYMAN ISLANDS	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
64	TV18 UK LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
65	WEB18 SOFTWARE SERVICES LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
66	GLOBAL BROADCAST EMPLOYEES WELFARE TRUST	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
67	IBN18 TRUST	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
68	MST VIDUR BAHU	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
69	MISS TARA BAHU	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
70	MR SANDEEP KAPUR	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
	TOTAL	70790089	48.30	18691585	12.75	42.84	70790089	48.30	18691585	12.75	42.84

Secured Optionally Fully Convertible Debentures of Rs.160.50 each.

R, / S.6

RB MEDIA HOLDINGS PRIVATE LIMITED

Regd. Off: 403, Prabhat Kiran, 17, Rajendra Place, New Delhi - 110 008

August 17, 2012

National Stock Exchange of India Ltd.
Exchange Plaza, Plot no. C/1, G Block,
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Sub: Disclosure under Regulation 29(1) / 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sir,

Please find enclosed herewith a disclosure in the prescribed format in term of Regulations 29(1)/29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in respect of Acquisition of 82,78,222 Equity Shares of Network18 Media & Investments Limited from the following entities:

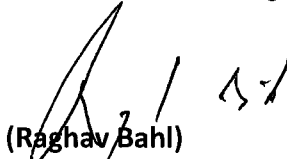
1. RB Holdings Private Limited	- 4,830,497
2. Raghav Bahl	- 2,574,412
3. RB Investments Private Limited	- 746,294
4. Ritu Kapur	- 127,019
TOTAL	- 8,278,222

You are requested to take the above information on record.

Thanking you,

Yours faithfully,

for **RB Media Holdings Private Limited**


(Raghav Bahl)
Director

C C To: Network18 Media & Investments Limited
503, 504 & 507, 5th Floor, Mercantile House
15, Kasturba Gandhi Marg
New Delhi - 110 001

RB MEDIA HOLDINGS PRIVATE LIMITED

Regd. Off: 403, Prabhat Kiran, 17, Rajendra Place, New Delhi - 110 008

DISCLOSURES UNDER REGULATION 29(1)/29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

1. Name of the Target Company (TC)	Network18 Media & Investments Limited		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer (**)	M/s RB Media Holdings Private Limited		
3. Whether the acquirer belongs to Promoter/Promoter group	Yes, the acquirer belongs to Promoter/Promoter Group.		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited National Stock Exchange of India Limited		
5. Details of the acquisition of shares/ ~~voting rights~~ /holding of the Acquirer and PAC	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	500	0.00034	0.00030
b) Voting rights (VR) otherwise than by equity shares	-	-	-
c) ~~Warrants~~ /convertible securities (SOFCDs) /any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) (#)	3,115,264	2.12	1.92
Total (a+b+c)	3,115,764	2.12034	1.9203
Details of acquisition			
a) Shares carrying voting rights acquired	8,278,222	5.65	5.09
b) VRs acquired otherwise than by equity shares	-	-	-
c) Warrants/convertible securities/any	-	-	-

RB MEDIA HOLDINGS PRIVATE LIMITED

Regd. Off. 403, Prabhat Kiran, 17, Rajendra Place, New Delhi 110 008

other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired			
Total (a+b+c)	8,278,222	5.65	5.09
After the acquisition, holding of			
a) Shares carrying voting rights	8,278,722	5.65	5.09
b) VRs otherwise than by equity shares	-	-	-
c) ~~Warrants/~~ convertible securities (SOFCDS) /any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition (#)	3,115,264	2.12	1.92
Total (a+b+c)	11,393,986	7.77	7.01
6. Mode of acquisition (e.g. open market / public issue / rights issue /preferential allotment / inter-se transfer, etc.)	Off market transaction, Inter-se Promoter Group Transfer, exempted Under Regulation 10(1)(a)(iii) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011		
7. Date of acquisition of/ ~~date of receipt of intimation of allotment of shares /VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC.~~	13th & 16th. August 2012		
8. Equity share capital / total voting capital of the TC before the said acquisition	146,559,272		
9. Equity share capital/ total voting capital of the TC after the said acquisition	146,559,272		
10. Total diluted share/voting capital of the TC after the said acquisition	165,250,857		

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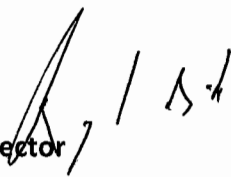
Note:

(**) Please refer to **Annexure -A** for Pre and Post Shareholding of the Acquirer and Promoter/Promoter Group.

(*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of 18,691,585 SOFCDs of Rs.160.50.

(#) Secured Optionally Fully Convertible Debentures of Rs.160.50 each. The TC has a total of Outstanding 18,691,585 SOFCDs of Rs.160.50. Further the acquirer has given an undertaking to not exercise the conversion option for conversion of SOFCDs into equity shares during the conversion period of 18 months from the date of issuance of SOFCDs and not transfer SOFCDs.

For **RB Media Holdings Private Limited**


Director

Place: Noida

Date: *August 17, 2012*

NETWORK18 MEDIA & INVESTMENTS LIMITED
Shareholding of "Promoter and Promoter Group"

Shareholding of Promoter and Promoter Group											
		Pre Proposed Transaction						Post Proposed Transaction			
		Equity Shares		SCF CDW				Equity Shares		SCF CDW	
Sl. No.	Name of the Shareholder	No. of Shares held	As a % of total capital	Number of convertible securities held	As a % of total capital	Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital	No. of Shares held	As a % of total capital	Number of convertible securities held	As a % of total capital	Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
1	RB HOLDINGS PRIVATE LIMITED	16826612	25.13	6210529	4.25	26.06	0	0.00	6210529	4.25	6.77
2	NETWORK18 GROUP SENIOR PROFESSIONAL WELFARE TRUST (held in the name of its Trustee Mr. R.D.S.Bawa)	15922229	10.86	0.00	0.00	9.64	15922229	10.86	0.00	0.00	9.64
3	RAGHAV BAHIL	12714764	8.69	0.00	0.00	7.71	0	0.00	0.00	0.00	0.00
4	RB INVESTMENTS PRIVATE LIMITED	3731454	2.55	0.00	0.00	2.26	0	0.00	0.00	0.00	0.00
5	RITU KAPUR	641342	0.44	0.00	0.00	0.39	8409	0.01	0.00	0.00	0.01
6	TV18 EMPLOYEES WELFARE TRUST	568407	0.39	0.00	0.00	0.14	568407	0.39	0.00	0.00	0.14
7	VANDANA MALIK	87566	0.06	0.00	0.00	0.05	87566	0.06	0.00	0.00	0.05
8	RAGHAV BAHIL	86995	0.06	0.00	0.00	0.05	0	0.00	0.00	0.00	0.00
9	NETWORK18 EMPLOYEES WELFARE TRUST	59878	0.04	0.00	0.00	0.04	59878	0.04	0.00	0.00	0.04
10	SUBHASH BAHIL	58818	0.04	0.00	0.00	0.04	58818	0.04	0.00	0.00	0.04
11	RAGHAV BAHIL	50213	0.03	0.00	0.00	0.03	0	0.00	0.00	0.00	0.00
12	VANDANA MALIK	7145	0.00	0.00	0.00	0.00	7145	0.00	0.00	0.00	0.00
13	RB MEDIASOFT PRIVATE LIMITED	5000	0.00	0.00	0.00	0.00	8283180	5.65	0.00	0.00	5.01
14	RRB MEDIASOFT PRIVATE LIMITED	5000	0.00	0.00	0.00	0.00	12679195	8.65	0.00	0.00	7.67
15	RITU KAPUR	2166	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
16	WATERMARK INFRA TECH PRIVATE LIMITED	500	0.00	3115264	2.13	1.89	8278680	5.65	3115264	2.13	6.89
17	COLORFUL MEDIA PRIVATE LIMITED	500	0.00	3115264	2.13	1.89	8278680	5.65	3115264	2.13	6.89
18	ADVENTURE MARKETING PRIVATE LIMITED	500	0.00	3115264	2.13	1.89	8278680	5.65	3115264	2.13	6.89
19	RB MEDIA HOLDINGS PRIVATE LIMITED	500	0.00	3115264	2.13	1.89	8278722	5.65	3115264	2.13	6.89
20	MANJU KAPUR	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
21	PRAMOD KAPUR	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
22	INFOMEDIA 18 LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
23	BIG TREE ENTERTAINMENT PRIVATE LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
24	DIGITAL 18 MEDIA LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
25	e-EIGHTEEN.COM LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
26	MONEYCONTROL DOT COM INDIA LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
27	BK MEDIA PRIVATE LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
28	KEYMAN FINANCIAL SERVICES PRIVATE LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
29	NETWORK18 PUBLICATIONS LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
30	RB SOFTWARE PRIVATE LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
31	RRB INVESTMENTS PRIVATE LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
32	RVT SOFTECH PRIVATE LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
33	CAPITAL18 FINCAP PRIVATE LIMITED (EARLIER VT HOLDINGS PVT.LTD.)	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
34	VT SOFTECH PRIVATE LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
35	RRK FINHOLD PRIVATE LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
36	RVT FINHOLD PRIVATE LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
37	VT MEDIA PRIVATE LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
38	E-18 LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
39	WEB18 HOLDINGS LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
40	NIRLAB MEDIA PRIVATE LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
41	WS MEDIA VENTURES PRIVATE LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
42	TV18 BROADCAST LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
43	SETPRO18 DISTRIBUTION LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
44	NEWSWIRE18 LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
45	TV18 HOME SHOPPING NETWORK LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
46	TELEVISION EIGHTEEN MEDIA AND INVESTMENTS LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
47	BK HOLDINGS LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
48	TELEVISION EIGHTEEN MAURITIUS LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
49	TV18 HSN HOLDINGS LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
50	NAMONO INVESTMENTS LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
51	RVT HOLDINGS PRIVATE LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
52	COLOSCEUM MEDIA PRIVATE LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
53	STARGAZE ENTERTAINMENT PRIVATE LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
54	WEBCHUTNEY STUDIO PRIVATE LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
55	GREYCELLS18 MEDIA LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
56	CAPITAL18 LIMITED, MAURITIUS	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
57	CAPITAL18 ACQUISITION CORP	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
58	RRK HOLDINGS PRIVATE LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
59	RRK MEDIA PRIVATE LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
60	BRR SECURITIES PRIVATE LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
61	BK MEDIA MAURITIUS PRIVATE LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
62	WEB18 SECURITIES PRIVATE LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
63	NETWORK18 HOLDINGS LIMITED, CAYMAN ISLANDS	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
64	TV18 UK LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
65	WEB18 SOFTWARE SERVICES LIMITED	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
66	GLOBAL BROADCAST EMPLOYEES WELFARE TRUST	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
67	IBN18 TRUST	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
68	MST VIDUR BAHIL	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
69	MISS TARA BAHIL	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
70	MR SANDEEP KAPUR	0	0.00	0.00	0.00	0.00	0	0.00	0.00	0.00	0.00
	TOTAL	70790089	48.30	18691585	12.75	42.84	70790089	48.30	18691585	12.75	42.84

Secured Optionally Fully Convertible Debentures of Rs.160.50 each.

Handwritten signature/initials