

RRB MEDIASOFT PRIVATE LIMITED

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

February 18, 2013

BSE 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 31(1) and 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 .

Dear Sir

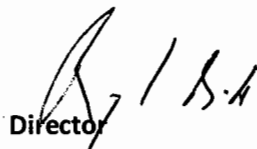
Please find enclosed herewith details in the prescribed format, in term of Regulations 31(1) and 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in respect of pledge of equity shares of Network18 Media & Investments Limited.

You are requested to take the above information on record.

Thanking you,

Yours faithfully,

For RRB Mediasoft Private Limited


Director

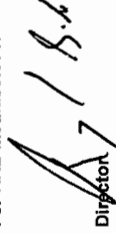
Cc:
Network18 Media & Investments Limited,
503, 504 & 507, 5th Floor,
Mercantile House,
15, K. G. Marg,
New Delhi - 110 001.

Format for Disclosure by the Promoter (s) to the Stock Exchanges and to the Target Company for encumbrance of Shares / invocation of encumbrance / release of encumbrance , in terms of Regulation 31(1) and 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)		Network18 Media & Investments Limited									
Name of the Promoter(s) on whose share encumbrance was credited /invoked/released (tick the relevant one)		RRB Mediasoft Private Limited									
Date of Reporting		February 18, 2013									
Names of the Stock Exchanges where the shares of the target company are listed		National Stock Exchange of India Limited & BSE Limited									
Details of the promoters' holding: (the term "event" indicates creation /invocation/release of encumbrance , as the case may be)		763,896,237 (73.00%) Please refer to enclosed details of Promoters'/ Promoter Groups' Shareholding									
Promoter(s) or PACs with him	Pre-event Holding			Details of events pertaining to encumbrance			Post event holding (encumbered shares to be excluded)			(*) Details of encumbrance (pledge/lien or others- give details	
	Names	Number	% of total shares capital	Type - creation/ invocation / release	Date (s)		Number	% of total share capital	Particulars	Shares	%
	RRB Mediasoft Private Limited	108,515,123	10.37	Pledge Creation on 2,500,000 Shares	11.02.2013		72,883,104	6.96	Pre Event Pledge	33132019	3.17
									Event (Pledge to STCI Finance Ltd.)	2500000	0.24
									Post Event Pledge	356332019	3.41
	RRB Mediasoft Private Limited	108,515,123	10.37	Pledge Creation on 1,200,000 Shares	18.02.2013		71,683,104	6.85	Pre Event Pledge		
									Event (Pledge to STCI Finance Ltd.)	356332019	3.41
									Post Event Pledge	1200000	0.11
										368332019	3.52

(*) Details shall include the details regarding the person(s) on whose favour the incumbrance has been created and other important features of such encumbrance.

For RRB Mediasoft Private Limited


Director

Place : New Delhi
Date : February 18, 2013.

NETWORK18 MEDIA & INVESTMENTS LIMITED

SHAREHOLDING OF PERSONS BELONGING TO "PROMOTER /PROMOTER GROUP"

SLNO	NAME OF THE SHAREHOLDER	TOTAL SHARES HELD		SHARES PLEDGED OR OTHERWISE ENCUMBERED			SHARES PLEDGED OR OTHERWISE ENCUMBERED		
		TOTAL SHARES	AS a % OF TOTAL CAPITAL	PLEDGE SHARES	AS a PERCENTAGE OF TOTAL HOLDING	AS a % OF TOTAL CAPITAL	PLEDGE SHARES	AS a PERCENTAGE OF TOTAL HOLDING	AS a % OF TOTAL CAPITAL
				PRE			POST		
1	RRB MEDIASOFT PRIVATE LIMITED	108515123	10.37	33132019	30.53	3.17	36832019	33.94	3.52
2	RB MEDIASOFT PRIVATE LIMITED	74466068	7.12	0	0.00	0.00	0	0.00	0.00
3	RB MEDIA HOLDINGS PRIVATE LIMITED	74418517	7.11	0	0.00	0.00	0	0.00	0.00
4	WATERMARK INFRATECH PRIVATE LIMITED	74418458	7.11	0	0.00	0.00	0	0.00	0.00
5	COLORFUL MEDIA PRIVATE LIMITED	74418458	7.11	0	0.00	0.00	0	0.00	0.00
6	ADVENTURE MARKETING PRIVATE LIMITED	74418458	7.11	0	0.00	0.00	0	0.00	0.00
7	RB MEDIA HOLDINGS PRIVATE LIMITED	53110069	5.08	0	0.00	0.00	0	0.00	0.00
8	WATERMARK INFRATECH PRIVATE LIMITED	53109829	5.08	0	0.00	0.00	0	0.00	0.00
9	COLORFUL MEDIA PRIVATE LIMITED	53109829	5.08	0	0.00	0.00	0	0.00	0.00
10	ADVENTURE MARKETING PRIVATE LIMITED	53109829	5.08	0	0.00	0.00	0	0.00	0.00
11	RB MEDIASOFT PRIVATE LIMITED	53094349	5.07	0	0.00	0.00	0	0.00	0.00
12	NETWORK18 GROUP SENIOR PROFESSIONAL WELFARE TRUST (held in the name of its Trustee)	15922729	1.52	0	0.00	0.00	0	0.00	0.00
13	VANDANA MALIK	625221	0.06	0	0.00	0.00	0	0.00	0.00
14	TV 18 EMPLOYEES WELFARE TRUST	568407	0.05	0	0.00	0.00	0	0.00	0.00
15	SUBHASH BAHL	419960	0.04	0	0.00	0.00	0	0.00	0.00
16	RITU KAPUR	60040	0.01	0	0.00	0.00	0	0.00	0.00
17	NETWORK 18 EMPLOYEES WELFARE TRUST	59878	0.01	0	0.00	0.00	0	0.00	0.00
18	VANDANA MALIK	51015	0.00	0	0.00	0.00	0	0.00	0.00
19	RAGHAV BAHL*	0	0.00	0	0.00	0.00	0	0.00	0.00
20	RB HOLDINGS PRIVATE LIMITED*	0	0.00	0	0.00	0.00	0	0.00	0.00
21	VESTMENTS PRIVATE LIMITED*	0	0.00	0	0.00	0.00	0	0.00	0.00
22	U KAPUR*	0	0.00	0	0.00	0.00	0	0.00	0.00
23	PRAMOD KAPUR*	0	0.00	0	0.00	0.00	0	0.00	0.00
24	INFOMEDIA PRESS LIMITED*	0	0.00	0	0.00	0.00	0	0.00	0.00
25	BIG TREE ENTERTAINMENT PRIVATE LIMITED*	0	0.00	0	0.00	0.00	0	0.00	0.00
26	DIGITAL 18 MEDIA LIMITED*	0	0.00	0	0.00	0.00	0	0.00	0.00
27	e-EIGHTEEN.COM LIMITED*	0	0.00	0	0.00	0.00	0	0.00	0.00
28	MONEYCONTROL DOT COM INDIA LIMITED*	0	0.00	0	0.00	0.00	0	0.00	0.00
29	BK MEDIA PRIVATE LIMITED*	0	0.00	0	0.00	0.00	0	0.00	0.00
30	KEYMAN FINANCIAL SERVICES PRIVATE LIMITED*	0	0.00	0	0.00	0.00	0	0.00	0.00
31	NETWORK18 PUBLICATIONS LIMITED*	0	0.00	0	0.00	0.00	0	0.00	0.00
32	RB SOFTWARE PRIVATE LIMITED*	0	0.00	0	0.00	0.00	0	0.00	0.00
33	RRB INVESTMENTS PRIVATE LIMITED*	0	0.00	0	0.00	0.00	0	0.00	0.00
34	RVT SOFTECH PRIVATE LIMITED*	0	0.00	0	0.00	0.00	0	0.00	0.00
35	CAPITAL18 FINCAP PRIVATE LIMITED*	0	0.00	0	0.00	0.00	0	0.00	0.00
36	VT SOFTECH PRIVATE LIMITED*	0	0.00	0	0.00	0.00	0	0.00	0.00
37	RRK FINHOLD PRIVATE LIMITED*	0	0.00	0	0.00	0.00	0	0.00	0.00
38	RVT FINHOLD PRIVATE LIMITED*	0	0.00	0	0.00	0.00	0	0.00	0.00
39	VT MEDIA PRIVATE LIMITED*	0	0.00	0	0.00	0.00	0	0.00	0.00
40	E - 18 LIMITED*	0	0.00	0	0.00	0.00	0	0.00	0.00
41	WEB18 HOLDINGS LIMITED*	0	0.00	0	0.00	0.00	0	0.00	0.00
42	DIGITAL CONTENT PRIVATE LIMITED*	0	0.00	0	0.00	0.00	0	0.00	0.00
43	WS MEDIA VENTURES PRIVATE LIMITED*	0	0.00	0	0.00	0.00	0	0.00	0.00
44	TV18 BROADCAST LIMITED*	0	0.00	0	0.00	0.00	0	0.00	0.00
45	SETPRO18 DISTRIBUTION LIMITED*	0	0.00	0	0.00	0.00	0	0.00	0.00
46	TV18 HOME SHOPPING NETWORK LIMITED*	0	0.00	0	0.00	0.00	0	0.00	0.00
47	TELEVISION EIGHTEEN MEDIA AND INVESTMENTS LIMITED*	0	0.00	0	0.00	0.00	0	0.00	0.00
48	BK HOLDINGS LIMITED*	0	0.00	0	0.00	0.00	0	0.00	0.00
49	TELEVISION EIGHTEEN MAURITIUS LIMITED*	0	0.00	0	0.00	0.00	0	0.00	0.00
50	HSN HOLDINGS LIMITED*	0	0.00	0	0.00	0.00	0	0.00	0.00
51	NAMONO INVESTMENTS LIMITED*	0	0.00	0	0.00	0.00	0	0.00	0.00
52	RVT HOLDINGS PRIVATE LIMITED*	0	0.00	0	0.00	0.00	0	0.00	0.00
53	COLOSCEUM MEDIA PRIVATE LIMITED*	0	0.00	0	0.00	0.00	0	0.00	0.00
54	STARGAZE ENTERTAINMENT PRIVATE LIMITED*	0	0.00	0	0.00	0.00	0	0.00	0.00
55	WEBCHUTNEY STUDIO PRIVATE LIMITED*	0	0.00	0	0.00	0.00	0	0.00	0.00
56	GREYCELLS18 MEDIA LIMITED*	0	0.00	0	0.00	0.00	0	0.00	0.00
57	CAPITAL18 LIMITED, MAURITIUS*	0	0.00	0	0.00	0.00	0	0.00	0.00
58	RRK HOLDINGS PRIVATE LIMITED*	0	0.00	0	0.00	0.00	0	0.00	0.00
59	RRK MEDIA PRIVATE LIMITED*	0	0.00	0	0.00	0.00	0	0.00	0.00
60	BRR SECURITIES PRIVATE LIMITED*	0	0.00	0	0.00	0.00	0	0.00	0.00
61	BK MEDIA MAURITIUS PRIVATE LIMITED*	0	0.00	0	0.00	0.00	0	0.00	0.00
62	WEB18 SECURITIES PRIVATE LIMITED*	0	0.00	0	0.00	0.00	0	0.00	0.00
63	NETWORK18 HOLDINGS LIMITED, MAURITIUS*	0	0.00	0	0.00	0.00	0	0.00	0.00
64	TV18 UK LIMITED*	0	0.00	0	0.00	0.00	0	0.00	0.00
65	WEB18 SOFTWARE SERVICES LIMITED*	0	0.00	0	0.00	0.00	0	0.00	0.00
66	GLOBAL BROADCAST EMPLOYEES WELFARE TRUST*	0	0.00	0	0.00	0.00	0	0.00	0.00
67	IBN18 TRUST*	0	0.00	0	0.00	0.00	0	0.00	0.00
68	MST VIDUR BAHL*	0	0.00	0	0.00	0.00	0	0.00	0.00
69	MISS TARA BAHL*	0	0.00	0	0.00	0.00	0	0.00	0.00
70	MR SANDEEP KAPUR*	0	0.00	0	0.00	0.00	0	0.00	0.00
71	IC MEDIA DISTRIBUTION SERVICES PRIVATE LIMITED*	0	0.00	0	0.00	0.00	0	0.00	0.00
72	INDIACAST MEDIA DISTRIBUTION PRIVATE LIMITED *	0	0.00	0	0.00	0.00	0	0.00	0.00
	TOTAL	763896237	73.00	33132019	4.34	3.17	36832019	4.82	3.52

* Currently these entities do not hold any share in the Company, however they form part of Promoter Group of the Company.

R/S.K