

NETWORK18 GROUP SENIOR PROFESSIONAL WELFARE TRUST

Regd.Off: 503, 504 & 507, 5th Floor, Mercantile House, 15, Kasturba Gandhi Marg, New Delhi-110 001

January 31, 2012

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

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

Sub: **Disclosures under Regulation 31(1) and 31(2) of SEBI (Substantial Acquisition of shares and Takeovers) Regulation 2011**

Dear Sir,

Please find enclosed herewith the details in the prescribed format in terms of Regulations 31(1) & 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in respect of Release / Pledge on the Equity Shares of Network18 Media & Investments Limited.

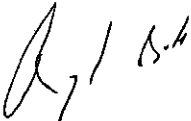
After the transaction, out of total holding of 15,922,729 (11.14% of the total paid up capital) equity shares in Network18 Media & Investments Limited 15,922,729 equity shares (11.14% of the total paid up capital) have been pledged.

You are requested to take the above information on record.

Thanking you,

Yours faithfully,

For **Network18 Group Senior Professional Welfare Trust**



Trustee

Encl : As above

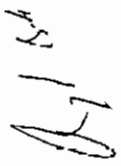
C C To : Network18 Media & Investments Limited
503,504 & 507, 5th floor,
Mercantile House, 15 Kasturba Gandhi Marg,
New Delhi-110001.

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 created /invoked/released (tick the relevant one)		Network18 Group Senior Professional Welfare Trust									
Date of Reporting		31.01.2012									
Names of the Stock Exchanges where the shares of the target company are listed		National Stock Exchange of India Limited & Bombay Stock Exchange Limited									
Details of the promoters' holding: (the term "event" indicates creation /invocation/release of encumbrance , as Promoter(s) or PACs with him		85,091,571 (59.55%) Please refer to enclosed details of Promoters' Shareholding									
Names	Number	% of total shares capital	Details of events pertaining to encumbrance			Post event holding (encumbered shares to be excluded)			(*) Details of encumbrance (pledge/lien or others- give details		
			Type - creation/ invocation / release	Date (s)		Number	% of total share capital		Particulars	Shares	% of total share capital
Network18 Group Senior Professional Welfare Trust	15,922,729	11.14	Creation - 93,371 Shares	23.1.2012		-	0.00		Pre Event Pledge	15,829,358	11.08
									Event (Pledged to Royal Bank of Scotland	93,371	0.07
									Post Event Pledge	15,922,729	11.14

(*) 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 Network18 Group Senior Professional Welfare Trust



Trustee

Place : New Delhi

Date : 31.01.2012

NETWORK18 MEDIA & INVESTMENTS LIMITED									
SHAREHOLDING OF PERSONS BELONGING TO "PROMOTER GROUP"									
SLNO	NAME OF THE SHAREHOLDER	TOTAL SHARES HELD		SHARES PLEDGED OR OTHERWISE ENCUMBERED		AS a % OF TOTAL CAPITAL		AS a % OF TOTAL CAPITAL	
		TOTAL SHARES	AS a % OF TOTAL CAPITAL	PLEDGE SHARES	AS a PERCENTAGE	AS a % OF TOTAL CAPITAL		AS a % OF TOTAL CAPITAL	
1	RB HOLDINGS PRIVATE LIMITED	46246057	32.37	24158504	52.24	16.91			
2	NETWORK 18 GROUP SENIOR PROFESSIONAL WELFARE TRUST	15922729	11.14	15922729	100.00	11.14			
3	NETWORK18 MEDIA TRUST	11586762	8.11	11586762	100.00	8.11			
4	RAGHAV BAHL	6167247	4.32	2839370	46.04	1.99			
5	RB INVESTMENTS PRIVATE LIMITED	3731454	2.61	3300000	88.44	2.31			
6	RITU KAPUR	647099	0.45	134145	20.73	0.09			
7	TV 18 EMPLOYEES WELFARE TRUST	568407	0.40	0	0.00	0.00			
8	VANDANA MALIK	94711	0.07	0	0.00	0.00			
9	NETWORK 18 EMPLOYEES WELFARE TRUST	59878	0.04	0	0.00	0.00			
10	SUBHASH BAHL	58818	0.04	0	0.00	0.00			
11	PRAMOD KAPUR	5523	0.00	0	0.00	0.00			
12	MANJU KAPUR	2886	0.00	0	0.00	0.00			
	TOTAL :	85091571	59.55	57941510	68.09	40.55			

27/11/18