

ADVENTURE MARKETING PRIVATE LIMITED

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

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

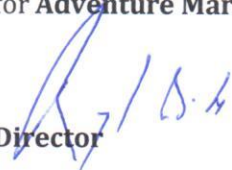
Dear Sir,

We are enclosing 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 of equity shares under the Rights Issue of Network18 Media & Investments Limited, made by the Promoter / Promoter Group (as detailed in Annexure-A) in reliance upon exemption provided under Regulation 10(4) of the said regulations.

This is a consolidated single disclosure on behalf of all the Promoter / Promoter Group. You are requested to take the above information on record.

Thanking you

Yours faithfully,
for **Adventure Marketing Private Limited**


Director

Enclosed as Above

ADVENTURE MARKETING PRIVATE LIMITED

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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)	Adventure Marketing Private Limited & other Promoter / Promoter Group entities/persons as detailed in Annexure-A*			
3.	Name of the stock exchange where shares of the TC are listed	National Stock Exchange of India Ltd & BSE Limited			
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	Acquisition of 69,31,06,148 Equity Shares by Promoter / Promoter Group under Rights Issue as detailed in Annexure-A *			
5.	Relevant regulation under which the acquirer is exempted from making open offer.	Reg 10(4)(a)/10(4)(b)			
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.	Not Applicable			
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	N.A.			
	b. Date of acquisition	N.A.			
	c. Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	N.A.			
	d. Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	N.A.			
	e. Price at which shares are proposed to be acquired / actually acquired	N.A.			
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(*)	*Please refer to Annexure-A			
	– Each Seller / Transferor	N.A.	N.A.	N.A.	N.A.

*Please find enclosed Pre/Post transaction shareholding of the Promoter & Promoter Group as Annexure – A.

for Adventure Marketing Private Limited

Place: Noida
Date: October 17, 2012


Director

Statement of holding of "Promoter and Promoter Group"		Annexure-A					
Sr.No	Name of the Shareholder	Pre Issue		Post Issue		Issue	
		No. of Shares held Pre Rights	As a % of total Equity Shares (Pre Issue)	No. of Shares held Post Rights	As a % of total Equity Shares (Post Issue)	No. of Shares Acquired in Rights	As a % of total Equity Shares (post Rights)
1	RRB MEDIASOFT PRIVATE LIMITED	12679195	8.65	108515123	10.37	95835928	9.16
2	RB MEDIASOFT PRIVATE LIMITED	8283180	5.65	127560417	12.19	119277237	11.40
3	RB MEDIA HOLDINGS PRIVATE LIMITED	8278722	5.65	127528586	12.19	119249864	11.40
4	WATERMARK INFRA TECH PRIVATE LIMITED	8278680	5.65	127528287	12.19	119249607	11.40
5	COLORFUL MEDIA PRIVATE LIMITED	8278680	5.65	127528287	12.19	119249607	11.40
6	ADVENTURE MARKETING PRIVATE LIMITED	8278680	5.65	127528287	12.19	119249607	11.40
	NETWORK18 GROUP SENIOR PROFESSIONAL WELFARE TRUST						
7	(held in the name of its Trustee)	15922729	10.86	15922729	1.52	0	0.00
8	VANDANA MALIK	94711	0.06	676236	0.06	581525	0.06
9	TV 18 EMPLOYEES WELFARE TRUST	568407	0.39	568407	0.05	0	0.00
10	SUBHASH BAHL	58818	0.04	419960	0.04	361142	0.03
11	RITU KAPUR	8409	0.01	60040	0.01	51631	0.00
12	NETWORK 18 EMPLOYEES WELFARE TRUST	59878	0.04	59878	0.01	0	0.00
	Total	70790089	48.30	763896237	73.00	693106148	66.24

B. V. S. H.