

RB HOLDINGS PRIVATE LIMITED

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

October 14, 2011

National Stock Exchange of India Ltd
5th Floor, Exchange Plaza,
Bandra (East), Bandra-Kurla Complex
Mumbai - 400 051.
Fax: 26598347/48
Ph. No. 26598236/8452

Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers, 1st Floor,
Dalal Street, Mumbai - 400 001.
Fax No. 2272 3121/22722041.

Dear Sirs,

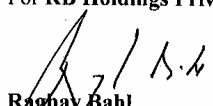
Sub. : Disclosure under Regulation 3(3) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 1997.

In pursuance of regulation 3(1)(e) we, RB Holdings Private Limited, one of the Promoter Group Entity of Network18 Media & Investments Limited, propose to acquire by way of inter-se transfer amongst the promoters, 29303610 equity shares of the Company, through off market transaction on or after October 20, 2011.

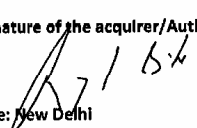
The necessary disclosure in the prescribed format is enclosed for your perusal and records please.

Thanking you,

Yours faithfully,
For **RB Holdings Private Limited**


Raghav Bahl
Director

FORMAT UNDER TAKEOVER REGULATIONS FORMAT FOR FILING THE INFORMATION WITH STOCK EXCHANGES BY ACQUIRER AS REQUIRED UNDER REGULATION 3(3)

Name of the Target Company	Network18 Media & Investments Limited			
Name of acquirer(s) along with PAC [Referred together as "Acquirers" hereinafter]	As per List enclosed			
Shareholding details	Before the said proposed Acquisition		After the said pro- posed Acquisition	
	No. Of shares	% (Shares/ voting rights)	No. Of shares	% (Shares/ voting rights)
Shareholding/voting rights of acquirer(s) in target company before and after the proposed acquisition	2,50,91,968	17.59	47,485,428	33.29
Paid up capital of the target company before and after the proposed acquisition	142646583 - Shares Rs. 713232915.00			
Type of acquisition (By way of public/rights/ <i>inter se</i> transfer)	Inter se transfer between two promoter group entities through off-market transaction.			
In case, the acquisition is by way of <i>inter se</i> transfer as per regulations, disclose names of transferors and their shareholding in T.C. before transfer	As per list enclosed			
No. and percentage of shares/voting rights of T.C. proposed to be acquired through the acquisition	2,93,03,610 equity shares			
Acquisition price per share	As per Takeover Regulation			
Date of proposed acquisition	On or after 20 th October 2011			
(Signature of the acquirer/Authorised Signatory)  Place: New Delhi Date: 14th October 2011				

Details of pre and post acquisition shareholding of Promoter/Promoter Group

S.No	Name of the Promoter & Promoter Group	Pre			Post		
		No. of Shares	Face Value Rs.	As % of Shares Value	No. of Shares	Face Value Rs.	As % of Shares Value
1	MANJU KAPUR	2886	14430	0.00	2886	14430	0.00
2	NETWORK 18 EMPLOYEES WELFARE TRUST	59878	299390	0.04	59878	299390	0.04
3	NETWORK 18 GROUP SENIOR PROFESSIONAL WELFARE TRUST	15170129	75850645	10.63	15170129	75850645	10.63
4	NETWORK18 MEDIA TRUST	11586762	57933810	8.12	11586762	57933810	8.12
5	PRAMOD KAPUR	5523	27615	0.00	5523	27615	0.00
6	RAGHAV BAHL	12871972	64359860	9.02	4927876	24639380	3.45
7	RB INVESTMENTS PRIVATE LIMITED	25091968	125459840	17.59	3732454	18662270	2.62
8	RB HOLDINGS PRIVATE LIMITED	18181818	90909090	12.75	47485428	237427140	33.29
9	RITU KAPUR	646099	3230495	0.45	646099	3230495	0.45
10	SUBHASH BAHL	58818	294090	0.04	58818	294090	0.04
11	TV 18 EMPLOYEES WELFARE TRUST	568407	2842035	0.40	568407	2842035	0.40
12	VANDANA MALIK	94711	473555	0.07	94711	473555	0.07
	Total:	84338971	421694855	59.12	84338971	421694855	59.12

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