

March 11, 2014

**The General Manager**  
**Corporate Relationship Department**  
**BSE Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street, Fort,  
Mumbai 400 001  
**BSE Scrip Code: 533143**

**The Secretary**  
**National Stock Exchange of India Limited**  
Exchange Plaza, 5<sup>th</sup> Floor,  
Plot No. C/1, G Block  
Bandra Kurla Complex, Bandra (E)  
Mumbai - 400 051  
**NSE Scrip Symbol: RBN**

Dear Sir,

**Sub: Exit Offer Public Announcement regarding the Delisting Offer of the equity shares of Reliance Broadcast Network Limited (the "Company")**

We enclose herewith a copy of "Exit Offer Public Announcement" published by our Promoters viz. Reliance Share & Stock Brokers Private Limited, Reliance Land Private Limited and Reliance Capital Limited for providing the remaining public shareholders of the Company an exit opportunity in accordance with Regulation 21 of the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 ("**Delisting Regulations**").

In accordance with Regulation 21(1) of the Delisting Regulations, the remaining Public Shareholders of the Company who did not or were not able to participate in the reverse book building process ("**RBP**") or who unsuccessfully tendered their Equity Shares in RBP will be able to offer their Equity Shares to the Promoters/Acquirers at Rs.70/- (Rupees Seventy only) per Equity Share ("**Exit Price**") for a period of one year starting from the Date of Delisting, i.e., from March 28, 2014 to March 27, 2015 ("**Exit Period**").

The offer letter ("**Exit Offer Letter**") in this regard shall be dispatched to the remaining Public Shareholders whose names appear in the register of members of the Company as on March 21, 2014.

We request you to kindly inform your members accordingly.

Thanking you.

Yours faithfully,

**For Reliance Broadcast Network Limited**

  
**Gururaja Rao**  
**Company Secretary & Manager**

*Encl: As above*

**PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS  
OF RELIANCE BROADCAST NETWORK LIMITED**

Registered Office: 401, 4<sup>th</sup> Floor, INFINITI, Link Road, Oshiwara, Andheri West, Mumbai - 400 053  
Tel: +91 22 3068 9444 • Fax: +91 22 3988 8927 • Website: [www.reliancebroadcast.com](http://www.reliancebroadcast.com)

This public announcement ("Exit Offer PA") is being issued by Reliance Share & Stock Brokers Private Limited ("R-Share"), Reliance Land Private Limited ("R-Land") and Reliance Capital Limited ("R-Cap") (collectively referred to as the "Acquirers") to provide the remaining public shareholders of Reliance Broadcast Network Limited (the "Company") an exit opportunity in accordance with Regulation 21 of the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 ("Delisting Regulations"). This Exit Offer PA is in continuation to and should be read in conjunction with, (i) the public announcement published on January 22, 2014 ("PA") in respect of the proposed acquisition and voluntary delisting of fully paid-up equity shares of the Company from the BSE Limited ("BSE") and the National Stock Exchange of India Limited ("NSE") in accordance with the Delisting Regulations, (ii) the bid letter dated January 22, 2014 issued in respect thereof inviting Bids from all Public Shareholders of the Company ("Bid Letter"), and (iii) the post offer public announcement published on February 21, 2014 ("Post Offer PA") in accordance with Regulation 18 of the Delisting Regulations.

Capitalised terms and abbreviations used in this Exit Offer PA and not defined herein have the same meaning as ascribed to them in the PA, the Bid Letter, the Post Offer PA and the Exit Offer Letter (as defined below), unless otherwise specified.

**INTIMATION OF DATE OF DELISTING**

Following the closure of the Delisting Offer and in accordance with the Delisting Regulations, the Company had applied for the delisting of its Equity Shares from the BSE and the NSE on February 24, 2014. The BSE, vide its notice no. 20140307-11 dated March 7, 2014 has communicated that trading in the Equity Shares of the Company will be discontinued with effect from March 21, 2014 and the Equity Shares of the Company will be delisted from the BSE with effect from March 28, 2014 ("Date of Delisting"). The NSE, vide its circular bearing reference no. 188/2014 dated March 7, 2014 has communicated that trading in the Equity Shares of the Company will be suspended with effect from March 21, 2014 and the Equity Shares of the Company will be delisted from the NSE with effect from March 28, 2014.

**Delisting of the Equity Shares of the Company means that the Equity Shares of the Company cannot and will not be traded on the BSE and the NSE.**

**OUTSTANDING EQUITY SHARES AFTER DELISTING**

In accordance with Regulation 21(1) of the Delisting Regulations, and as announced earlier in the Post Offer PA, the remaining Public Shareholders of the Company who did not or were not able to participate in the reverse book building process ("RBP") or who unsuccessfully tendered their Equity Shares in RBP will be able to offer their Equity Shares to the Acquirers at ₹ 70 (Rupees Seventy only) per Equity Share ("Exit Price") for a period of one year starting from the Date of Delisting, i.e., from March 28, 2014 to March 27, 2015 ("Exit Period").

The offer letter ("Exit Offer Letter") in this regard shall be dispatched to the remaining Public Shareholders whose names appear in the register of members of the Company as on March 21, 2014. In the event of any shareholder not receiving, or misplacing their Exit Offer Letter, they may obtain a copy by writing to the Registrar to the Offer, Karvy Computershare Private Limited at Plot No. 17 to 24, Vithal Rao Nagar, Madhapur, Hyderabad 500 081, Andhra Pradesh, India, Telephone: +91 40 4465 5000; Toll Free (India): 1800 3454 001; Facsimile: +91 40 2343 1551; Email: [murali@karvy.com](mailto:murali@karvy.com), Contact Person Name: Mr. Murali Krishna/Mr. Williams R., clearly marking the envelope 'Reliance Broadcast Network Limited - Exit Offer'. Alternatively, the soft-copy of the Exit Offer Letter may be downloaded from the website of the Registrar to the Offer, [www.karisma.karvy.com](http://www.karisma.karvy.com) or the website of the Company, [www.reliancebroadcast.com](http://www.reliancebroadcast.com).

**PAYMENT OF CONSIDERATION TO REMAINING PUBLIC SHAREHOLDERS**

Subject to fulfilment of the terms and conditions specified in the Exit Offer Letter, the Acquirers intend to make payments on a monthly basis, within 10 working days of the end of the relevant calendar month ("Monthly Payment Cycle"). Payments will be made to only those shareholders who have validly tendered their Equity Shares, by following the instructions laid out in the Exit Offer Letter and the accompanying exit form. The first Monthly Payment Cycle shall commence within 10 working days from March 31, 2014. The Acquirers reserve the right to make the payment earlier.

**All queries may be directed to the Registrar to the Offer or the Manager to the Offer.**

| Manager to the Offer                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | Registrar to the Offer                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <br><b>AXIS CAPITAL</b><br>Axis Capital Limited<br>Axis House, 1 <sup>st</sup> Floor,<br>C-2, Wadia International Center,<br>P. B. Marg, Worli, Mumbai 400 025, India<br>Telephone: +91 22 4325 3150<br>Facsimile: +91 22 4325 3000<br>Email: <a href="mailto:rbnl.delisting@axiscap.in">rbnl.delisting@axiscap.in</a><br>Website: <a href="http://www.axiscapital.co.in">www.axiscapital.co.in</a><br>Contact Person: Mr. Vivek Toshniwal<br>SEBI Registration Number: INM000012029 | <br><b>KARVY</b><br>Computershare<br>Karvy Computershare Private Limited<br>Plot No. 17 to 24, Vithal Rao Nagar,<br>Madhapur, Hyderabad - 500 081 - A.P., India<br>Telephone: +91 40 4465 5000<br>Toll Free (India): 1800 3454 001<br>Facsimile: +91 40 2343 1551<br>Email: <a href="mailto:murali@karvy.com">murali@karvy.com</a><br>Website: <a href="http://www.karisma.karvy.com">www.karisma.karvy.com</a><br>Contact Person: Mr. Murali Krishna / Mr. Williams R.<br>SEBI Registration Number: INR000000221 |

**For and on behalf of the board  
of directors of Reliance Share &  
Stock Brokers Private Limited**

**Jitendra Sangani**  
Whole Time Director

**Hitendra S. Dave**  
Whole Time Director

**Manali Sardesai**  
Company Secretary

Date: March 10, 2014  
Place: Mumbai

**For and on behalf of the board  
of directors of Reliance Land  
Private Limited**

**V. K. Tripathi**  
Whole Time Director

**Lav Chaturvedi**  
Director

**Parul Jain**  
Company Secretary

**For and on behalf of the board  
of directors of Reliance Capital  
Limited**

**Anil D. Ambani**  
Chairman

**Amitabh Jhunjhunwala**  
Vice Chairman

**V. R. Mohan**  
President & Company Secretary

